

96000029249

AKERMAN, SENTERFITT & EIDSON, P. A.

ATTORNEYS AT LAW

CITRUS CENTER  
955 SOUTH ORANGE AVENUE  
POST OFFICE BOX 831  
ORLANDO, FLORIDA 32809-0831  
(407) 843-7800  
TELECOPY (407) 843-6810  
March 26, 1996

FILED  
MAR 28 AM 8:06  
TALLAHASSEE, FLORIDA

3/27/96

200001751752  
03/23/96--01108--010  
\*\*\*122.50 \*\*\*122.50

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: **INTERIOR REFLECTIONS, INC.:** Secretary of  
Filing

Dear Sirs:

Enclosed for filing with the Secretary of State  
Florida is an original and one (1) copy of Articles of  
Incorporation of **INTERIOR REFLECTIONS, INC.**

Also enclosed is our check in the amount of \$12  
cover the filing fee and a certified copy. Please return  
certified copy to my attention at your earliest convenience.

Your attention to this matter will be appreciated.

Very truly yours,

AKERMAN, SENTERFITT & EIDSON

  
Patrick T. Christiansen

PTC/kam  
Enclosures

PTC: PTC. INTERIOR-REFLECTIONS: FORMATION-DOCUMENTS.

PTC-1  
2-28-96

**ARTICLES OF INCORPORATION  
OF  
INTERIOR REFLECTIONS, INC.**

**EFFECTIVE DATE**  
3/27/96

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**ARTICLE I.**

**Name**

The name of this corporation shall be **INTERIOR REFLECTIONS, INC.** (the "Corporation") and its principal place of business shall be located at 17th Floor, Citrus Center, 255 South Orange Avenue, Orlando, Florida 32801.

FILED  
CORP. SEC. 1  
MAR 28 1996  
CLERK OF CIRCUIT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE COUNTY OF ORANGE, FLORIDA

**ARTICLE II.**

**Commencement of Corporate Existence**

This Corporation shall commence corporate existence on the date of signing these articles of incorporation by the incorporator, and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III.**

**General Purpose: General Powers**

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation

shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

#### ARTICLE IV.

##### Capital Stock

1. Number And Class Of Shares Authorized; Par Value.

This Corporation is authorized to issue One Thousand (1,000) shares of voting common stock having a par value of \$1.00 per share.

2. Voting Rights.

The holders of common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding common stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. Consideration for Issuance of Stock. The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash, promissory notes or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement may

constitute payment or part payment for the issuance of stock of the Corporation.

4. No Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

#### ARTICLE V.

##### Initial Registered Office and Agent

The initial registered office of this Corporation shall be located at 17th Floor, Citrus Center, 255 South Orange Avenue, Orlando, Florida 32801, and the initial registered agent of this Corporation at that address shall be Patrick T. Christiansen. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

#### ARTICLE VI.

##### Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, provided, however, that the number of directors shall never be less than one (1). The names and street addresses of the initial directors of this Corporation are:

O'Ann Christiansen  
500 Ivanhoe Plaza  
Orlando, Florida 32804

Jean Wilkes  
1301 Lancaster Drive  
Orlando, Florida 32801

ARTICLE VII.

Incorporator

The name and street address of the person signing these articles as incorporator is:

Patrick T. Christiansen  
17th Floor, Citrus Center  
255 South Orange Avenue (32801)  
Post Office Box 231  
Orlando, Florida 32802-0231

ARTICLE VIII.

By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Shareholders.

ARTICLE IX.

Indemnification

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE X.

Amendment

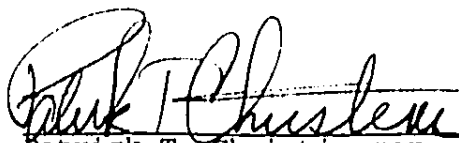
This Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI.**

**Headings and Captions**

The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and does hereby subscribe thereto and hereunto set his name and seal this 22<sup>nd</sup> day of March, 1996.

 (SEAL)  
Patrick T. Christiansen,  
Incorporator

PTC-1  
2-28-96

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA AND  
REGISTERED AGENT UPON WHOM  
PROCESS MAY BE SERVED**

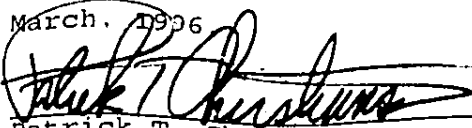
In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted:

**INTERIOR REFLECTIONS, INC.** (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida with its principal place of business at 17th Floor, Citrus Center, 255 South Orange Avenue, Orlando, Florida 32801, has named and designated Patrick T. Christiansen with its registered office located at 17th Floor, Citrus Center, 255 South Orange Avenue, Orlando, Florida 32801, as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for **INTERIOR REFLECTIONS, INC.** (the "Corporation") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 27th day of March, 1996

  
Patrick T. Christiansen,  
Registered Agent.