1201 HAYS STREET TATTAHASSEL, FL 32301 904-222-9176 904-222-0393 FAX

800-342-8086

000001777390

DIVISION OF COMPORATION



ACCOUNT NO. : 072100000032

REFERENCE TT) 915095 AUTHORIZATION !

COST LIMIT : \$ 70.00

ORDER DATE: April 11, 1996

ORDER TIME : 10:53 AM

ORDER NO. : 915095

CUSTOMER NO: 11555A

CUSTOMER: Michael D. Mopsick, Esq. MICHAEL D. MOPSICK, PA

Suite 203

7000 West Palmetto Park Boca Raton, FL 33433

DOMESTIC FILING

NAME:

ELLIOTT'S DESIGNER KITCHENS.

INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

ELLIOTT'S DESIGNER KITCHENS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ELLIOTT'S DESIGNER KITCHENS, INC.

The address of the principal office of this corporation shall be 6192 North Federal Highway, Boca Raton, Florida 33487, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

S. WALL BY G. 55

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7000 West Palmetto Park Road, Suite 203, Boca Raton, Florida 33433, and the name of the initial registered agent of the corporation at that address is Michael D. Mopsick, ESQ.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Elliott Landman 6192 North Federal Highway Dir./Pres./V.Pres./Sec./Treas. Boca Raton, Florida 33487

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 11, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED ÓFFICE

PURSUANT TO THE PROVISIONS OF 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is ELLIOTT'S DESIGNER KITCHENS, INC.
- The name and address of the registered agent and office is: MICHAEL D. MOPSICK, ESQ.,
 7000 West Palmetto Park Road, Suite 203, Boca Raton, County of Palm Beach, State of Florida.

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

MICHAEL D. MOPSICK, ESO.

Registered Agent

KIND, ROSENTHAL & MOPSICK

7000 W. Palmetto Park Road

Suite 203

Boca Raton, Florida 33433

(407) 367-9505