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TRANSMITTAL LETTER

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL. 32314

800001839558  
-05/24/96--01130--008  
\*\*\*122.50 \*\*\*122.50

SUBJECT: LLOYD'S FURNITURE CUSTOM FINISHING, INC.

Enclosed is an original and one (1) copy of the articles of incorporation  
and a check/money order for \$122.50 (Filing Fee & Certified Copy).

FROM: LLOYD B. GORDON  
12501 N.E. 13th AVE. (314)  
N. MIAMI, FLORIDA 33161  
Daytime Telephone number (305)893-0408

RECEIVED  
MAY 24 AM 9:04  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

GB 6/3/96

**ARTICLES OF INCORPORATION  
OF  
LLOYD'S FURNITURE CUSTOM FINISHING, INC.**

96 MAY 26 AM 9:04

CLERK  
FLORIDA

The undersigned subscribers hereby associate themselves together to form a corporation for profit under the laws of the state of Florida, and hereby adopt the following Articles of Incorporation.

**ARTICLE I : NAME**

The name of the corporation shall be:

**LLOYD'S FURNITURE CUSTOM FINISHING, INC.**  
and its business shall be carried on in Dade County, Florida, and within and without the State of Florida, and in the United States of America and foreign countries as may from time to time be deemed desirable or expedient.

**ARTICLE II : TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless dissolved by action of law or by vote of the stockholders, and shall commence business as of the date of filing of these Articles of Incorporation.

**ARTICLE III : NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation and the objects and purposes thereof are as follows:

1. The transaction of any and all lawful business relative to furniture

making, furniture repairs, and the trading in furniture.

2. To maintain offices in connection with said business and where necessary, to build or construct new facilities or additions to existing facilities in connection with its business.

3. To buy, sell, manufacture, repair, alter, and exchange, let or hire; export or deal in all kinds of articles; and things which may be required for the purpose of any of said business; or commonly supplied or dealt in by persons engaged in any such business; or which may seem of being profitably dealt with in connection with any said business.

4. To engage in any activity or business permitted under the laws of the United States and of the State of Florida, its primary purpose to be FURNITURE FINISHING.

#### ARTICLE IV : CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time shall be five thousand (5000) shares of common stock, each share having a par value of One Dollar (\$1.00). The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the Incorporators or by the Directors at a meeting called for such purpose or at an organization meeting.

Property, labor, or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the company. Stock in other corporations or going businesses may be purchased by the Corporation in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the Company may decide.

#### **ARTICLE V : PREEMTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of the kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI : INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business shall not be less than one thousand (\$1000.00) dollars.

#### **ARTICLE VII : Address**

The initial post office address of this Corporation in the State of Florida is: 12501 N.E. 13th Ave. (314), North Miami, Florida 33161.

#### **ARTICLE VIII : INITIAL REGISTERED AGENT and OFFICE**

The initial registered agent and office for this Corporation shall be:

LLOYD B. GORDON  
12501 N.E. 13th Ave. (314)  
N. MIAMI, FLORIDA 33161

#### **ARTICLE IX : INITIAL BOARD OF DIRECTORS and OFFICERS**

This Corporation shall have one (1) director initially, who need not be a stockholder. The number of directors may be increased or decreased

from time to time as the stockholders desire, in accordance with the bylaws hereof, but at no time shall there be a number less than one (1). The name and address of the initial director and officer is:

**PRESIDENT:** LLOYD B. GORDON  
12501 N.E. 13th AVE. (314)  
N. MIAMI, FLORIDA 33161

**TREASURER:** LLOYD B. GORDON  
same

**SECRETARY:** LLOYD B. GORDON  
same

**DIRECTOR:** LLOYD B. GORDON  
same

#### **ARTICLE X : Subscribers**

The name(s) and address(es) of each subscriber signing these Articles of Incorporation, the number of shares each agrees to take, and the value of the consideration paid therefor are as follows:

| <b>NAME</b>     | <b>ADDRESS</b>  |
|-----------------|---|
| LLOYD B. GORDON | 12501 N.E. 13th Ave. (314)<br>N. MIAMI, FLORIDA 33161 |

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| <b>NUMBER of SHARES</b> | <b>AMOUNT PAID</b> |
|-------------------------|--------------------|
| 1000                    | \$1000.00          |

**ARTICLE XI : BY-LAWS**

96 MAY 26 AM 9:00

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XII : AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any rights conferred upon the Stockholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) have hereunto executed these Articles of Incorporation, this 13th day of May, 1996.

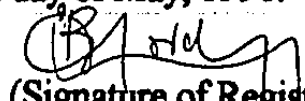


**SIGNATURE OF INCORPORATOR  
LLOYD B. GORDON, PRESIDENT**

**ACCEPTANCE OF REGISTERED AGENT:**

Having been named as Registered Agent of the above named Corporation, the undersigned does hereby accept same appointment and does hereby agree to do all the things necessary in order to carry out any and all duties required of the position.

**DATED this 13th day of May, 1996.**



**(Signature of Registered Agent)  
LLOYD B. GORDON**

STATE OF FLORIDA   )  
                                  )SS:  
COUNTY OF DADE    )

Before Me, the undersigned authority, personally appeared

**LLOYD B. GORDON**

who, after being first duly sworn, deposes and state that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

**WITNESS** my hand and official seal at the State and County aforesaid, this 13th day of May 13, 1996.



ASTON GEORGE MATTIS  
My Commission CC377348  
Expires Jun. 01, 1998  
Bonded by ANB  
800-852-5878

  
**Notary Public, State of Florida**