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IN REPLY:

June 21, 1996

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

**Certified Mail
Return Receipt Requested**

Re: Interhaus Design, Inc.
Articles of Incorporation

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-06/26/96--01077--010
****122.50 ****122.50

Dear Secretary of State:

Enclosed please find the original and two (2) copies of the Articles of Incorporation for "Interhaus Design, Inc." Please file the original Articles and return two (2) certified copies in the envelope provided.

Also enclosed is our check in the amount of \$122.50, which is the filing fee for the Articles of Incorporation.

Please do not hesitate to contact this office by calling collect if there are any questions pertaining to this matter.

Thank you for your attention to this matter.

Yours very truly,



JOAN LOBIANCO WALKER

FILED
96 JUN 25 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

dms
Enclosures
pc: Ms. Judith DaSylva

6-26-96
168

ARTICLES OF INCORPORATION
OF
INTERHAUS DESIGN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this Corporation is: INTERHAUS DESIGN, INC.

ARTICLE II: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE III: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV: CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5263 Central Avenue, St. Petersburg, Florida 33710, and the name of the initial registered agent of this Corporation at that address is: Joan LoBianco Walker, Esquire of Joan LoBianco Walker, P.A.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two (2) Directors. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors are:

<u>Name</u>	<u>Address</u>
Judith Ann DaSylva	2 Rising Moon Trail Ormond Beach, Florida 32174
Peter G. Schuster	1485 S.W. 5th Court Boca Raton, Florida 33432

ARTICLE VII: INCORPORATOR

The name and address of each person signing these Articles is:

<u>Name</u>	<u>Address</u>
Judith Ann DaSylva	2 Rising Moon Trail Ormond Beach, Florida 32174

The corporate address is: 2 Rising Moon Trail, Ormond Beach, Florida 32174

ARTICLE VIII: PRE-EMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI: 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 6th day of ~~May~~, 1996.
June


JUDITH ANN DASYLVA
Incorporator

STATE OF FLORIDA

COUNTY OF Pinellas

The foregoing Articles of Incorporation were acknowledged before me this 6 day of ~~May~~, 1996.
June

My Commission Expires:


Notary Public



FILED
96 JUN 25 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA