

LAW OFFICES
REINMAN & WATTWOOD

A PROFESSIONAL ASSOCIATION

1825 South Riverview Dr.:
Melbourne, Florida 32901

Telephone: (407) 768-2001

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P960000 84962
September 23, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

800001971928
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***122.50 ***122.50

RE: SIGNATURE CABINETS OF BREVARD, INC.

Dear Sir:

Enclosed herewith please find duly executed Articles of Incorporation, plus one copy, regarding the above-referenced.

Also enclosed is a check in the amount of \$122.50 for the following:

| | |
|------------------------------|----------|
| Filing Fee | \$ 35.00 |
| Certified Copy | 52.50 |
| Designation Registered Agent | 35.00 |
| | \$122.50 |

Would you please file the enclosed Articles and return a certified copy to this office. If you have any questions regarding this filing, please do not hesitate to contact the undersigned.

Sincerely,

Shirley Saathoff

Shirley B. Saathoff
For Les Barna

sbs
Encl

10/15

96 OCT 11 AM 3:39
FBI

96 OCT 11 AM 8:39
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
SIGNATURE CABINETS OF BREVARD, INC.

ARTICLE I - NAME

The name of this corporation is SIGNATURE CABINETS OF BREVARD, INC., and its address is 131 Tomahawk Drive, Indian Harbour Beach, FL 32937.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the date of filing and acknowledgment hereof as provided by Florida Statute 607.0203.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1825 South Riverview Drive, Melbourne, FL 32901, and the name of the initial registered agent of this corporation at that address is Victor S. Kostro, Esq.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------|----------------------------------------------------|
| Les Barna | 131 Tomahawk Dr. Indian Harbour Beach, FL 32937 |

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Les Barna, 131 Tomahawk Dr., Indian Harbour Beach, FL 32937.

ARTICLE IX - BYLAWS

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

ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII 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 XIV - I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

ARTICLE XV - SUBCHAPTER "S" ELECTION

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organization Meeting hereof.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of September, 1996.



Les Barna

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that SIGNATURE CABINETS OF BREVARD, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Indian Harbour Beach, County of Brevard, State of Florida, has named Victor S. Kostro, Esq., located at 1825 S. Riverview Drive, Melbourne, FL, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Victor S. Kostro
Victor S. Kostro, Esq.

FILED
96 OCT 11 AM 8:39
CLERK OF STATE
TALLAHASSEE FLORIDA