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G. RICHARD CHAMBERLIN, P.A.

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FLORIDA AND GEORGIA BARS

TELECOPIER
(904) 245-8188

October 16, 1996

Florida Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

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-10/18/96--01096--003
*****70.00 *****70.00

RE: Articles of Incorporation:
LARRY'S CUSTOM CABINETS, INC.

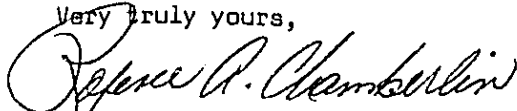
Dear Sir/Madame:

Enclosed herewith find an original and one copy of the above Articles of Incorporation for Profit, along with our check number 1128 in the amount of \$70.00, for costs of filing of same.

Please note, page two, the registered office and registered agent is listed.

Thank you for your kind attention in this matter.

Very truly yours,



Roxene A. Chamberlin
Legal Assistant

/rac
Enclosures (3)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 19 1996

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 22, 1996

ROXENE A CHAMERLIN LEGAL ASSISTANT
G RICHARD CHAMBERLIN PA
P O BOX 3370
BELLEVIEW, FL 34421-3370

SUBJECT: LARRY'S CUSTOM CABINETS, INC.
Ref. Number: W96000022453

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96 NOV 14 PM 2:14
TALLAHASSEE, FLORIDA

We have received your document for LARRY'S CUSTOM CABINETS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is ~~unavailable~~ since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 196A00048592

*See Attached
New Name*

**ARTICLES OF INCORPORATION
OF
LARRY NAVARRO'S CUSTOM CABINETS, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLE I
NAME**

The name of the Corporation is:

"LARRY NAVARRO'S CUSTOM CABINETS, INC."

**ARTICLE II
DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III
PURPOSES**

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

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 7,500 shares, One Dollar par value, 2,500 shares of which shall be designated as common stock.

**ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of stockholders.

**ARTICLE VI
INITIAL REGISTERED OFFICE, REGISTERED AGENT & PRINCIPAL ADDRESS**

6.1 **Registered Office & Registered Agent,**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The street address of the initial registered office of this corporation-for-profit is 6044 SE Agnew Road; Belleview, Florida 34420; and the name of the initial registered agent of this corporation at such address is G. Richard Chamberlin, Esquire. By execution of this instrument, G. Richard Chamberlin, Esquire, hereby represents that:

HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION FOR PROFIT AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

6.2 Principal Office & Mailing Address

The Corporation's initial principal office address shall be and initial mailing address shall be at 3892 NE 40th Place, Building, Ocala, Florida 34470.

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 in the manner provided in the Bylaws, but shall never be less than One. The name and address of the initial directors of the corporation is as follows:

Larry A. Navarro
10560 SE 146th Lane
Summerfield, Florida 34491

ARTICLE VIII
INCORPORATORS

The name and address of the Corporation's incorporator is:

Larry A. Navarro
10560 SE 146th Lane
Summerfield, Florida 34491

ARTICLE IX
INDEMNIFICATION

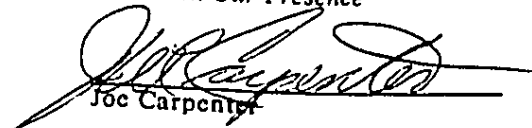
The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X
LIMITATION ON STOCKHOLDER SUITS

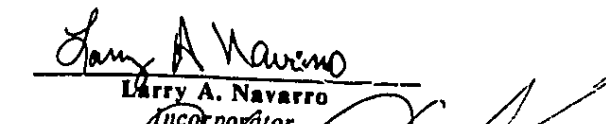
Stockholders shall not have a cause of action against the Corporation's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

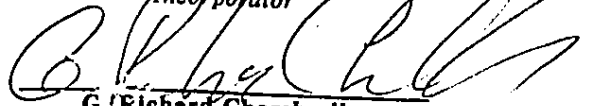
IN WITNESS WHEREOF, we have subscribed our names this 12th day of November, 1996.

Signed, Sealed & Delivered
In Our Presence


Joe Carpenter


Roxene A. Chamberlin

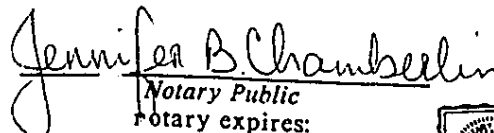

Larry A. Navarro
Incorporator


G. Richard Chamberlin
Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF MARION) ss.:

BEFORE ME, the undersigned authority, personally appeared Larry A. Navarro and G. Richard Chamberlin, who is personally known to me or who has produced as identification, and who did/ did not take an oath. This 12th day of November 1996.


Notary Public
Notary expires:

Jennifer B. Chamberlin
Print Name

