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November 26, 1996

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-12/02/96--01051--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

IN RE: LUXURY BATH SYSTEMS OF LEE COUNTY LTD., INC.

TO WHOM IT MAY CONCERN:

Enclosed are the original and one copy of the Articles of Incorporation for the above named Florida corporation and a check in the amount of \$70.00 representing payment of the applicable fees.

Please file same and return a conformed copy of the articles to me in the enclosed envelope.

Thank you for your assistance in this matter.

Very truly yours,



TIMOTHY J. MURTY  
Attorney at Law

/km  
Enclosures

FILED  
96 DEC 12 AM 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 5, 1996

TIMOTHY J. MURTY, ESQ.  
1633 PERIWINKLE WAY  
SUITE A  
SANIBEL ISLAND, FL 33957-4404

SUBJECT: LUXURY BATH SYSTEMS, LTD.  
Ref. Number: W96000025509

We have received your document for LUXURY BATH SYSTEMS, LTD. 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 use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 196A00054639

**ARTICLES OF INCORPORATION**  
**OF**  
**LUXURY BATH SYSTEMS OF LEE COUNTY LTD., INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be:

**LUXURY BATH SYSTEMS OF LEE COUNTY LTD., INC.**

The business of the corporation shall be carried on in Lee County, Florida, and at such other place or places in the State of Florida, and in the United States of America and foreign countries as may from time to time be authorized by the Board of Directors. Its principal office shall be located at 7101-26 Cypress Lake Drive, Fort Myers, Florida 33907.

**ARTICLE II**

The general nature of the business to be transacted by the corporation shall be as follows:

(a) To engage in any lawful business or commercial activity in the United States of America, its territories and possessions and in any country or location in the world, including but not limited to the right to act as a partner, joint venturer, agent, representative or otherwise, with any other entity for any lawful purpose.

(b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor. To engage in any lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations.

(c) To engage in the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

(d) Any stock issued by this corporation may qualify under Section 1244 of the Internal Revenue Code of 1954, and as same may be amended.

(e) This corporation shall have all of the general powers together with all additional and specific powers granted by the Laws of the State of Florida, as well as implied powers, in carrying out the foregoing express powers.

(f) The foregoing clauses shall be construed both as objects and as powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

### **ARTICLE III**

The corporation is authorized to issue ONE THOUSAND (1000) shares of common stock with no Par Value.

### **ARTICLE IV**

The street address of the initial registered office of this corporation is 7101-26 Cypress Lake Drive, Sanibel, Florida 33957, and the initial registered agent of this corporation at that address is DAVID C. HAASE.

### **ARTICLE V**

The business of this corporation shall be conducted by a Board of Directors consisting of one or more Directors. The exact number of Directors may be fixed by the Bylaws of this corporation. The names and street addresses of the first Board of Directors of this corporation who shall hold office until the organization meeting of this corporation and until their successors are elected or appointed and have qualified, are as follows:

Nanci Haase                      1939 Pauloto Grande, Cape Coral, Florida 33904

Bernhardt Haase                1939 Pauloto Grande, Cape Coral, Florida 33904

### **ARTICLE VI**

The names and street addresses of the officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have qualified, are as follows:

President            Nanci Haase  
                          1939 Pauloto Grande  
                          Cape Coral, FL 33904

Vice-President      Bernhard Haase  
                          1939 Pauloto Grande  
                          Cape Coral, FL 33904

Secretary            David C. Haase  
                          7101-26 Cypress Lake Drive  
                          Fort Myers, FL 33907

Treasurer            James R. Kallinger  
                          1404 Buckingham Road  
                          Winter Park, FL 32789

IN WITNESS WHEREOF, the undersigned, has caused these presents to be executed  
this 25<sup>th</sup> day of October, 1996.

  
TIMOTHY J. MURTY, Incorporator

STATE OF FLORIDA.  
COUNTY OF LEE

Personally appeared this day before me, the undersigned authority, TIMOTHY J. MURTY, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed and who is personally known to me.

WITNESS my hand and official seal, this 25<sup>th</sup> day of October, 1996.

  
Notary Public State of Florida



KATHLEEN MCMENAMY  
My Commission CC370874  
Expires Jun. 08, 1998  
Bonded by HAI  
800-422-1588

**CONSENT OF REGISTERED AGENT**

LUXURY BATH SYSTEMS OF LEE COUNTY LTD., INC.

HAVING BEEN NAMED to accept service of process for LUXURY BATH SYSTEMS, LTD., at the place designated in the foregoing Articles of Incorporation, I, DAVID C. HAASE, agree to act in this capacity and comply with the provisions of Section 48.091 of the Florida Statutes (1983) relative to keeping open said office, this 25<sup>th</sup> day of October, 1996.



\_\_\_\_\_  
DAVID C. HAASE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA