

THE TAX MAN, INC.  
1601 BELVEDERE ROAD  
SUITE 103 - SOUTH  
WEST PALM BEACH, FL 33406  
(407) 684-3844; FAX (407) 689-0708

January 27, 1997

Florida Department of State  
Division of Corporations  
Bureau of Corporate Records  
P. O. Box 6327  
Tallahassee, FL 32301

800002072138--9  
-01/29/97--01035--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: ROPER CUSTOM FURNITURE, INC.

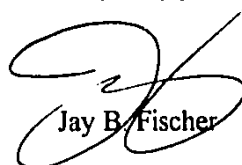
Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above captioned corporation, as well as a check in the amount of \$70.00 to cover the cost of filing.

If there are any questions feel free to contact me at the address above or by telephone.

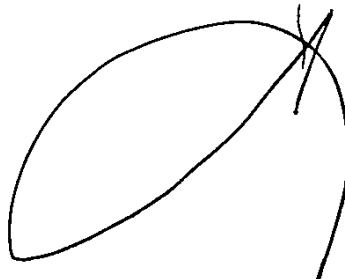
Thank you in advance for your prompt attention to this matter.

Very truly yours,

  
Jay B. Fischer

JBF/ss

Encl./

 2/3

97 JAN 29 AM 11:56  
DEPT OF STATE  
TALLAHASSEE FLORIDA

FILED

ARTICLES OF INCORPORATION

OF

ROPER CUSTOM FURNITURE, INC.

ARTICLE I

NAME

The name of this corporation is ROPER CUSTOM FURNITURE, INC.

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FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principle office of this Corporation is 1814 Edgewater Drive, Boynton Beach, Florida, 33436, and the name of the initial registered agent at this address is Kennrth C. Roper.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Kenneth C. Roper

1814 Edgewater Drive  
Boynton Beach Fl, 33436

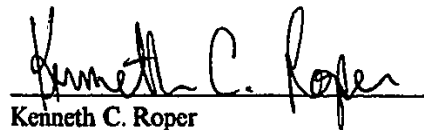
**ARTICLE IX**  
**INCORPORATORS**

The name and address of the persons signing these articles of incorporation is:

Kenneth C. Roper

1814 Edgewater Drive  
Boynton Beach, Fl 33436

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 27th day of January, 1997.

  
Kenneth C. Roper

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Kenneth C. Roper, known by me to be the person who executed these article of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 27th day of January, 1997.

{SEAL}

  
Notary Public



HOWARD I. ANGOWITZ  
MY COMMISSION # CC300166 EXPIRES  
AUGUST 2, 1997  
BONDED THRU TROY FARM INSURANCE, INC.

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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST--ROPER CUSTOM FURNITURE, INC.  
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS  
PRINCIPLE PLACE OF BUSINESS AT THE CITY OF BOYNTON BEACH, PALM BEACH  
COUNTY, STATE OF FLORIDA, HAS NAMED KENNETH C. ROPER, AT 1814  
EDGEWATER DRIVE, CITY OF BOYNTON BEACH, STATE OF FLORIDA AS ITS  
AGENT TO ACCEPT PROCESS WITHIN FLORIDA.

SIGNED Kenneth C. Roper  
TITLE PRESIDENT  
DATE JANUARY 27, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED Kenneth C. Roper  
KENNETH C. ROPER  
Resident Agent  
DATE JANUARY 27, 1997

FILED  
97 JAN 29 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA