

**GARY MANDEL P.A.**

ACCOUNTING • INCOME TAXES

(954) 431-0991

2561 E. Saratoga Drive  
Cooper City, FL 33028-6009

P97000023983

Secretary of State  
Corporations Record Bureau  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

To Whom It May Concern:

Please see enclosed original and a copy of Articles of  
Corporation for: KING CANVAS AND UPHOLSTERY INC.

Also, please see enclosed a check for \$70.00 to cover the  
costs of incorporation fees of said corporation.

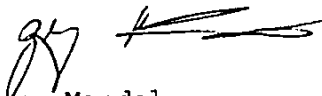
\$35.00 Filing Fee

\$35.00 Registered Agent Fee

200002107962--7  
-03/10/97--01019--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

If there are any questions regarding this corporation, please  
call the number listed above. Thank you.

Respectfully,

  
Gary Mandel

Dme  
3/17/97

FILED  
97 MAR 10 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

97 MAR 10 PM 4:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

## ARTICLE I, NAME

The name of this corporation shall be as follows:

KING CANVAS AND UPHOLSTERY INC.

## ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of 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 time is five hundred (500) shares of common stock, of one dollar (\$1.00) par value.

## ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than one hundred (\$100.00) dollars.

## ARTICLE V, TERM OF EXISTENCE

This corporation is to have perpetual existence.

## ARTICLE VI, ADDRESS

The initial street address in the state of Florida of the principal office shall be as follows:

2561 EAST SARATOGA DRIVE  
COOPER CITY, FLORIDA 33026

The Board of Directors may from time to time move the principal office to any other address in the state of Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

JOSEPH RIBAUDO  
2561 EAST SARATOGA DRIVE  
COOPER CITY, FLORIDA 33026

ARTICLE VIII, INCORPORATOR

The name and address of the incorporator:

JOSEPH RIBAUDO  
2561 EAST SARATOGA DRIVE  
COOPER CITY, FLORIDA 33026

ARTICLE IX, BY-LAWS

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

ARTICLE X, AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB CHAPTER S CORPORATION

This Corporation may be a Sub Chapter S Corporation as defined by the Internal Revenue Code.

FILED

97 MAR 10 PM 4:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, listed below, with address, accepts this position as signed below:


JOSEPH RIBAUDO

The Registered Office will be located at the address below:

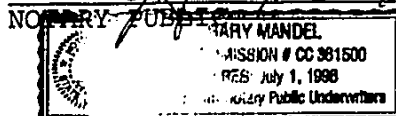
2561 EAST SARATOGA DRIVE  
COOPER CITY, FLORIDA 33026

REGISTERED AGENT ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for King Canvas and Upholstery Inc.

  
Registered Agent

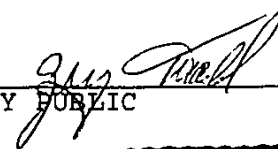
SWORN TO AND SUBSCRIBED BEFORE ME THIS 11 DAY OF  
FEBRUARY 1997.



IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have herinto sert our hands and seals on February 10, 1997 for the purpose of forming this King Canvas and Upholstery Corporation under the laws of the State of Florida, and hereby make and file, in the Office of the Secretary of State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

  
\_\_\_\_\_

SWORN TO AND SUBSCRIBED BEFORE ME THIS 11 DAY OF  
FEBRUARY 1997.

  
\_\_\_\_\_  
NOTARY PUBLIC

