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(SAMPLE LETTER OF TRANSMITTAL)

DATE

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

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****122.50 ****122.50

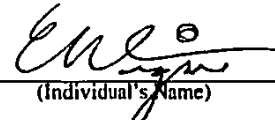
Re: COPY CAT CUSTOM CITCHENS, Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.


(Individual's Name)

CHARLES W. WRIGHT

Charles W. Wright GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp. Name
DATE 3/20/97
DOC. EXAM. cf

COPY CAT CUSTOM CITCHENS
(Name of Corporation)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 17 PM 2:03

MAILING ADDRESS OF CORPORATION

CHARLES W. WRIGHT

7207 JACARANDA LANE

MIAMI LAKES, FL. 33014

PHONE

(305) 825-0419

Area Code

Number

Ext.

cf 3/20/97

ARTICLES OF INCORPORATION

of

COPY CAT CUSTOM CITCHENS, INC.
(name of corporation)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97-MAR 17 PM 2:03

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

COPY CAT CUSTOM CITCHENS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	CHARLES W. WRIGHT		
	7207 JACARANDA LANE		
CITY	MIAMI LAKES	FLORIDA FLA.	ZIP 33014
Mailing address, if different			
STREET ADDRESS			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	CHARLES W. WRIGHT		
ADDRESS	7207 JACARANDA LANE		
CITY	MIAMI LAKES	FLORIDA FLA.	ZIP 33014

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	CHARLES W. WRIGHT		
ADDRESS	7207 JACARANDA LANE		
CITY	MIAMI LAKES	STATE	FLA. ZIP 33014
NAME	WILLIAM GREEN		
ADDRESS	2800 JACARANDA LANE		
CITY	MIAMI LAKES	STATE	FLA. ZIP 33014
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	CHARLES W. WRIGHT		
ADDRESS	7207 JACARANDA LANE		
CITY	MIAMI LAKES	STATE	FLA. ZIP 33014
NAME	WILLIAM GREEN		
ADDRESS	2800 JACARANDA LANE		
CITY	MIAMI LAKES	STATE	FLA. ZIP 33014
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 8th day of MARCH, 1997.

 (Signature)

_____ (Signature)

_____ (Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS**

97 MAR 17 PM 2: 03

COPY CAT CUSTOM CITCHENS, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 7207 JACARANDA LANE

MIAMI LAKES, FLA. 33014

has named CHARLES W. WRIGHT

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

3/8 /97
(Date)