



Certified Interior Decorators

Association of America, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 24, 1997

P97000028332

Florida Dept. of State
Div. of Corporations
PO Box 6327
Tallahassee, FL 32314

Enclosed please find our Corporation Articles and our check in the amount of \$35.00 to cover filing fee.

Should you have any questions please contact us at the address or phone number below.

Sincerely,

Ron Renner, President

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ARTICLES OF INCORPORATION
of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certified Interior Decorators
Association of America, Inc.

The undersigned, for the purpose of becoming incorporated and forming a corporation under and by virtue of the laws of the State of Florida, certify as follows:

ARTICLE 1.

The name of this corporation shall be:

Certified Interior Decorators
Association of America, Inc.

ARTICLE II.

The general nature of the business or businesses to be transacted under these Articles of Incorporation shall be: To carry on any business or to engage in any activity which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be 100 shares of common stock of a value of Five Dollars per share, each to be exempt from assessment.

ARTICLE IV.

The amount of capital with which the corporation shall begin business shall be FIVE HUNDRED DOLLARS.

ARTICLE V.

The street address of the initial registered office shall be 4056 S.W. MOORE ST PALM CITY, FLORIDA 34990 and the name of the corporations initial registered agent at such address shall be

Ron Renner.

The Board of Directors shall have the power to establish offices and places of business at any place it may deem necessary or convenient. This corporation shall have perpetual existence.

ARTICLE VI.

The business of this corporation shall be managed by a Board of Directors of not less than one director nor more than seven, all of whom shall be of full age. At least one shall be a citizen of the United States.

ARTICLE VII.

The name and street address of the first Board of Directors who shall hold office for the first year of the corporations existence or until their successors are elected and have qualified, and also who are the subscribers of these Articles are as follows:

Ron Renner

ARTICLE VIII.

The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors. The Board of Directors shall be elected by the Stockholders. The first

meeting of the corporation shall be held
in the offices of the corporation at 4056 S.W.MOORE ST..PALM CITY,
FLORIDA 34990

on the _____ day of _____
1997, at 10:00 A.M., for the purpose of completing the
organization of the corporation and adopting By-laws and transacting all
business which may come before the meeting. Until the officers elected at
the first annual meeting shall be qualified, the following named persons
shall be officers of the corporation :

RON RENNER

RON RENNER

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STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were
sworn to and acknowledged before me this 14th day of March 1997,
by RON RENNER. ID: FLDIC R560724400050



Victoria L. Messier

Notary Public

My Commission Expires: 4-30-99

Acceptance by Registered Agent

Having been named to accept service of process for the above stated
corporation, at the place designated in the above Articles of Incorporation,
I hereby agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper and complete
performance of my duties.

RON RENNER

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PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: D & D SUPERIOR MANAGEMENT, INC.

AUDIT NUMBER.....H97000005182

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 28, 1997

EMPIRE CORPORATE KIT COMPANY

SUBJECT: D & D SUPERIOR MANAGEMENT, INC.
REF: W97000007220

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: E97000005182
Letter Number: 897A00015775

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
D & D SUPERIOR MANAGEMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be: D & D SUPERIOR MANAGEMENT, INC.

ARTICLE II

Corporate existence is perpetual.

ARTICLE III

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

ARTICLE IV

The corporation shall have the authority to issue 1,000 shares all in one class, \$1.00 par value.

ARTICLE V

The initial principal address of the corporation in the State of Florida shall be 8798 SW 8 Street, Suite #3, Miami, Florida 33174. The Board of Directors may from time to time move their principal offices to any address within the State of Florida. The registered agent is: Damian E. Fernandez. Address: 1300 SW 97th Avenue, Miami, Florida 33174.

Andy Martinez, C.P.A.
8360 West Flagler Street #205
Miami, Florida 33144
(305) 559-3000

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ARTICLE VI

The number of directors constituting its initial Board of Directors are TWO (2) whose names and addresses are:

NAME/ADDRESS

Damian E. Fernandez
1300 SW 97 Avenue
Miami, FL 33174

Daniel A. Fernandez
1300 SW 97 Avenue
Miami, FL 33174

ARTICLE VII

The stock of the corporation may be issued pursuant to the provisions under *1244 of Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 25th day of March 1997.

Damian E. Fernandez
President

ARTICLE VIII

The name of the incorporator is DANIEL A. FERNANDEZ 1300 SW 97th Avenue, Miami, Florida 33174.

Signature 
Incorporator

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ARTICLE IX

Preemptive rights shall be as follows: Subject to the restrictions of the Florida General Corporation Act, the holders of the common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and have conditions that shall be fixed by the Board of Directors as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

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

Pursuant to the provisions of Section 607.325, Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : **D & D SUPERIOR MANAGEMENT, INC.**
2. The name and address of the registered agent is:

Damian E. Fernandez
1300 SW 97th Avenue
Miami, Florida 33174

SIGNATURE *Damian E. Fernandez*
(Corporate Officer)

TITLE *President*

DATE *3/25/97*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, IN HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *Damian E. Fernandez*

DATE *3/25/97*

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STATE
CLERK