

Office Innovations  
12351 Shaky Leaf Court  
Jacksonville, FL 32224

P 97 0000 38222

April 18, 1997

Florida Department of State  
Division of Corporation  
409 East Gains Street  
Tallahassee, FL 32399

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200002148982--6  
-04/21/97--01092--002  
\*\*\*122.50 \*\*\*122.50

To Whom It May Concern:

Please find enclosed the Articles of Incorporation for Office Innovations and a check for the application fees (check #671) in the amount of \$122.50. If you have any questions regarding this matter please contact me directly at (904) 641-3531.

Sincerely,

*Cheryl M. LeCalsey*

Cheryl M. LeCalsey

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TALLAHASSEE, FLORIDA

~~WP 7-9227~~  
302

APR 28 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 22, 1997

CHERYL M LECALSEY  
12351 SHAKY LEAF CT  
JACKSONVILLE, FL 32224

SUBJECT: INNOVATIONS, INC.  
Ref. Number: W97000009227

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TALLAHASSEE, FLORIDA

We have received your document for INNOVATIONS, INC. and your check totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 297A00020516

## **ARTICLES OF INCORPORATION**

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

### **ARTICLE I. NAME**

The name of the corporation is: Office Innovations, Inc.

### **ARTICLE II. TERM**

The period of its duration is: Perpetual existence.

### **ARTICLE III. PURPOSE**

The purpose of the corporation is: To engage in delivery, installation, moving, design, reconfiguration, repair, sales, purchase, manufacture, and refurbishment of commercial office furniture as well as residential furniture, and the doing of any other business and contracting work incidental to or connected with such work.

The foregoing purposes and activities will be interpreted as examples only, and nothing therein shall be deemed as prohibiting the corporation from extending it's activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable, or desirable for the furtherance of the corporate objectives expressed above.

### **ARTICLE IV. CAPITAL STOCK**

The aggregate number of authorized shares is: One Thousand (1,000) @ \$1.00 per share par value

### **ARTICLE V. INITIAL CAPITAL**

The corporation will not commence business until at least one thousand dollars (\$100.00) have been received by it as consideration for the issuance of shares.

### **ARTICLE VI. CUMULATIVE VOTING**

Cumulative voting of shares of stock will not be authorized.

### **ARTICLE VII. MICELLANEOUS**

This corporation shall have the right to amend or repeal any provision contained in these articles of incorporation and any right conferred upon the stockholders is subject to this provision.

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation and the provisions for regulating the internal affairs of the corporation are:

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restrictions on the sale, transfer or encumbrance of the stock of this corporation as may be lawful under the statutes and laws of the State of Florida when such by-law is adopted or amended.

Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of The Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve or ratify such interested director or directors to be counted in calculating the majority necessary to carry such vote. These provisions shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common law and statutory law applicable thereto.

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their service as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

#### **ARTICLE VIII. INDEMNITY**

This corporation is authorized to indemnify any director, officer, or employee, or former director, officer, or employee of this corporation, or any person who may have served at its request as director, officer, or employee of another corporation of which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit, or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters to which he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. This corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of the directors of this corporation not involved in the matter in controversy (whether or not a quorum) that it was to the interests of this corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such indemnification or reimbursement shall not preclude such

**ARTICLE IX. REGISTERED AGENT**

The address of the initial registered office of the corporation is: 12351 Shaky Leaf Court, Jacksonville, Florida, 32224 and the name of its initial registered agent at such address is: Christopher R. LeCalsey.

Service of registered agent is hereby accepted:

Signed:  (SEAL)

**ARTICLE X. ADDRESS**

Address of the principal place of business is: 12351 Shaky Leaf court, Jacksonville, Florida, 32224.

The Board of Directors may from time to time move the office to any other location.

**ARTICLE XI. DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>Christopher R. LeCalsey</u>	<u>12351 Shaky Leaf Court</u> <u>Jacksonville, Florida 32224</u>
<u>Grant M. Busbee</u>	<u>10643 Lakeview Road East</u> <u>Jacksonville, Florida 32225</u>
<u>Cheryl M. LeCalsey</u>	<u>12351 Shaky Leaf Court</u> <u>Jacksonville, Florida 32224</u>

**ARTICLE XII. INCORPORATORS**

The name and address of incorporators is:

Name	Address
<u>Christopher R. LeCalsey</u>	<u>12351 Shaky Leaf Court</u> <u>Jacksonville, Florida 32224</u>
<u>Grant M. Busbee</u>	<u>10643 Lakeview Road East</u> <u>Jacksonville, Florida 32225</u>
<u>Cheryl M. LeCalsey</u>	<u>12351 Shaky Leaf Court</u> <u>Jacksonville, Florida 32224</u>

**Article XIII. AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

In witness whereof, the undersigned incorporators being a natural person competent to contract has hereunto set his hand and affixed his seal this 15 day of APRIL 1997.

Cheryl M. LeCalsey (SEAL)  
Christopher R. LeCalsey (SEAL)

State of Florida )  
County of Duval )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared

Cheryl M. LeCalsey and Christopher R. LeCalsey

To me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 15 day of April 1997.



Kristin Busbee  
Notary Public, State of Florida  
My commission expires: 4-17-99  
Kristin Busbee

Article XIII. AMENDMENT CONTINUED

In witness whereof, the undersigned incorporators being a natural person competent to contract has hereunto set his hand and affixed his seal this 16 day of APRIL 1997.

Grant Busbee (SEAL)  
N/A (SEAL)

State of Florida )  
County of Duval )

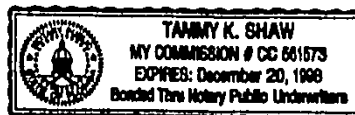
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared

Grant M. Busbee

To me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16th day of April 1997.

Tammy K. Shaw  
Notary Public, State of Florida  
My commission expires: 12.20.98



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