

P970000 39581



LAURA ROJAS INC.

GUY GARMAN
3801 S OCEAN DR. 4Z
HOLLYWOOD FL 33019

Telephone 954-985-2431
FAX 954-961-0773

4/29/97

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314
(904) 488-9000

600002162276--0
-05/01/97--01089--019
*****70.00 *****70.00

Dear Sirs/Madam:

Enclosed is an original and one (1) copy of the Articles of
Incorporation of WOOD BY DESIGN, INC. for filling
purposes.

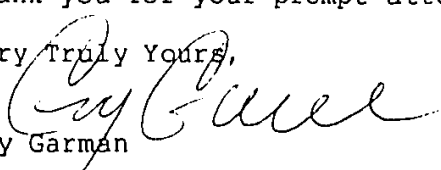
Also enclosed is an executed original of the registered
agent's written acceptance of his appointment as registered
agent.

Also enclosed is a check for \$ 70.00 to cover filing fees.

Please send a stamped copy of the Articles to the
undersigned at the above address.

Thank you for your prompt attention.

Very Truly Yours,


Guy Garman

LAURA ROJAS INC.
3801 S OCEAN DR. 4Z
Hollywood, FLORIDA 33019
Phone (954) 455-9104

FILED

MAY -1 AM 9:37

FLORIDA

Articles of Incorporation
of
WOOD BY DESIGN, INC.
ARTICLE I. NAME

The name of this Florida Corporation is

WOOD BY DESIGN, INC.

ARTICLE II. ADDRESS

The mailing address of the Corporation is

513 SW 10 AVE
FT LAUDERDALE FL, FLORIDA 33312

ARTICLE III. CAPITAL STOCK

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$0.1 per share.

ARTICLE IV. REGISTERED AGENT

The name and address of the registered agent of the Corporation is

GUY GARMAN
3801 S OCEAN DR 4Z HOLLYWOOD FL 33019

ARTICLE V. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is

JAMES MCLEAN

FILED
MAY -1 PM 9:37
CLERK OF DISTRICT COURT

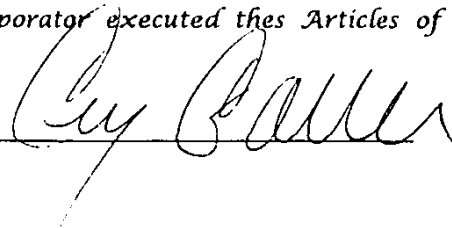
ARTICLE VI. INCORPORATOR

The name and address of the incorporator is:

GUY GARMAN
3801 S OCEAN DR 4Z HOLLYWOOD FL 33019

The authorized representative of the incorporator executed these Articles of Incorporation on April 29, 1997.

By

A handwritten signature in cursive script, appearing to read "Guy Garman", written over a horizontal line.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

CORPORATION


WOOD BY DESIGN, INC.

REGISTERED AGENT

GUY GARMAN
3801 S OCEAN DR 4Z HOLLYWOOD FL 33019

FILED
97 MAY -1 PM 9:37
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By 
GUY GARMAN

Date: April 29, 1997