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05/29/97 08:5_ ☎813 797 _206 HARPER KYNES ⌀001/003

5/29/97 FLORIDA DIVISION OF CORPORATIONS 8:49 AM

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: HARPER, KYNES, GELLER ACCT#: 070651000745
CONTACT: JACK J GELLER
PHONE: (813)799-4840 FAX #: (813)797-8206

NAME: BAY AREA CABINETS & HOME IMPROVEMENTS, INC.
AUDIT NUMBER......H97000008786
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BAY AREA CABINETS & HOME IMPROVEMENTS, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

Bay Area Cabinets & Home Improvements, Inc. shall be the name of this corporation, and the mailing address and its principal office shall be: 10427 Oakbrook Drive, Tampa, Florida 33624.

ARTICLE II - NATURE OF BUSINESS

The 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 on hand at any time is 10,000 shares of common stock having $1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 10427 Oakbrook Drive, Tampa, Florida 33624, and the name of the initial registered agent of the corporation at that address is: Mike Kroll. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

THIS INSRUMENT PREPARED BY:
JACK J. GELLER, Attorney
2560 Gulf To Bay Boulevard
Suite 300
Clearwater, Florida 34625
813 - 799-4840
Florida Bar No. 243991

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ARTICLE V - DIRECTORS

The corporation shall have no less than one director nor more than nine (9). The number may be increased or decreased as may be authorized by the Bylaws of this corporation. The number of directors constituting the initial Board of Directors shall be two (2).

ARTICLE VI - INITIAL INCORPORATOR

Incorporators	Address
Mike Kroll	10427 Oakbrook Drive Tampa, FL 33624

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for Bay Area Cabinets & Home Improvements, Inc. and acknowledge the same under the laws of the State of Florida, this 22 day of May, 1997.

Mike Kroll

Mike Kroll
Incorporator and Registered
Agent

bayarea.art

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TALLAHASSEE, FLORIDA

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P97000047210

PATRICK CIANDELLA

Requestor's Name

1574 CHATEAUX DEVILLE COURT

Address

CLEARWATER, FLORIDA 34624

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ______________________ (Corporation Name) (Document #)
2. ______________________ (Corporation Name) (Document #)
3. ______________________ (Corporation Name) (Document #)
4. ______________________ (Corporation Name) (Document #)

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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W97-11728

Examiner's Initials	5/29/97

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1997

PATRICK CIANDELLA
1574 CHATEAUX DEVILLE COURT
CLEARWATER, FL 34624

SUBJECT: SUCCESS CONNECTION, INC.
Ref. Number: W97000011728

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

* The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 697A00027026

* 2 copies attached
5/22/97

Articles of Incorporation
of
Success Connection, Inc.

1. **Name**.
The name of the Corporation is Success Connection, Inc..

2. **Principal Office and Registered Agent**.
Its registered office in the State of Florida is 1574 Chateaux De Ville Ct, in the City of Clearwater, County of Pinellas. Its registered agentin the state of Florida is Patrick Ciandella.

3. **Purposes**.
The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

4. **Capital Stock**.
The total number of shares of capital stock that the Corporation shall have authority to issue is 1,000,000, all of which are to be common stock with no par value.

5. **Incorporator**.
The name and mailing address of the incorporator is: Patrick Ciandella, 1574 Chateaux De Ville Ct., Clearwater, Fl 34624.

6. **Existence**.
The Corporation is to have perpetual existence.

7. **Liability of Stockholders**.
The private property of the stockholders shall not be subject to the payment of corporate debts.

8. **Management**.
Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

(a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.

(b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporate upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 13 day of May, 1997

Patrick Ciandella

Patrick Ciandella

State of Florida)

) ss

County of Hillsborough)

BE IT REMEMBERED that on this May 13 1997 personally came before me, a Notary Public for the State of Florida Patrick Ciandella, to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Susan Shields
Notary Public

SUSAN K. SHIELDS
MY COMMISSION EXPIRES
JUNE 29, 1998
#CC 388881
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

June 29, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Articles of Incorporation

Success Connection, Inc

REGISTERED AGENT: I hereby am familiar with and accept the duties and responsibilities for said corporation.

Patrick Ciandella

Patrick Ciandella, Registered Agent