

TRANSMITTAL LETTER

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

20000101 11501842- -1  
-04/28/97-01009-0007  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT:

Murphy J. Upholstery Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

David A. Hanbury  
Name (Printed or typed)

7039 Crestlake Drive  
Address

Orlando FL 32819  
City, State & Zip

(407) 352-1389  
Daytime Telephone number

FILED  
97 JUN -6 PM 11:40  
TALLAHASSEE, FLORIDA

APR 29

BSB

6/5

W97-9918

NOTE: Please provide the original and one copy of the articles.



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

April 29, 1997

DAVID A. HANBURY  
7039 CRESTLAKE DRIVE  
ORLANDO, FL 32819

SUBJECT: MURPHY J. UPHOLSTERY, INC.  
Ref. Number: W97000009918

We have received your document for MURPHY J. UPHOLSTERY, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 797A00022239

June 2, 1997

Florida Department of State  
Division of Corporations  
**ATTN: Brenda Baker**  
P.O. Box 6327  
Tallahassee, Florida 32314

Subject: Letter # 797A00022239; Ref # W97000009918

Dear Ms. Baker,

As per our conversation today, I am sending another set of Articles of Incorporation with the Certificate of Designation of Registered Agent with original signatures, plus one set of copies, plus a copy of your letter. I mailed the original set to your office on May 7, 1997 but I presume that they are lost. Please expedite my request for filing of Articles of Incorporation as I did not anticipate this delay, and need them to set up bank accounts and other services. Thanks for your help in this matter, please call David A. Hanbury at (407) 370-0903 if you need anything further.

Sincerely yours,

  
Michelle Hanbury

Murphy J. Upholstery  
7039 Crestlake Drive  
Orlando, FL 32819

**ARTICLES OF INCORPORATION  
OF  
MURPHY J. UPHOLSTERY, INC.**

FILED

97 JUN -6 AM 11:40

TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of MURPHY J. UPHOLSTERY, Inc., under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:  
Murphy J. Upholstery, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

7039 Crestlake Drive  
Orlando, FL 32819

**ARTICLE III COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

**ARTICLE VI. INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

David A. Hanbury  
7039 Crestlake Drive  
Orlando, Florida 32819

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from

time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

David A. Hanbury  
2016 Winslow Drive  
Orlando, FL 32812

Michelle M. Hanbury  
2016 Winslow Drive  
Orlando, FL 32812

#### ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

Name  
David A. Hanbury

Address  
2016 Winslow Drive  
Orlando, FL 32812

The incorporator of the corporation assigns to this corporation his/her rights under section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

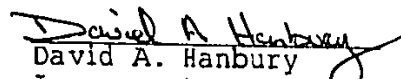
#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in the Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors, proposed by them to the shareholders, and approved at a shareholder's meeting by the holders of a majority of the shares entitled to vote on the matter, or in such manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of June, 1997.

  
David A. Hanbury  
Incorporator

CERTIFICATION OF DESIGNATION  
OF  
REGISTERED AGENT

FILED

97 JUN -6 AM 11:40

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

That Murphy J. Upholstery, Inc. desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Incorporation, at 7039 Crestlake Drive, City of Orlando, County of Orange, State of Florida, has named David A. Hanbury, located at 7039 Crestlake Drive, City of Orlando, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept this appointment as registered agent and agree to act in that 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 of registered agent.

David A. Hanbury  
David A. Hanbury  
Registered Agent