

P97000067311

Virginia Swick Prohaska
114 Hampton Circle
Jupiter, FL 33458

June 16, 1997

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

Re: **FIRST IMPRESSIONS, INC.**

200002241252--D
-07/18/97--01061--017
****122.50 ****122.50

Dear Sir or Madam:

Please find enclosed the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

Virginia H. Swick-Prohaska

Virginia Swick Prohaska

VSP/gs
Enclosures

FILED
97 AUG -4 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILING ADDRESS OF CORPORATION

Virginia Swick Prohaska
114 Hampton Circle
Jupiter, FL 33458

PHONE
(561) 747-8812

Please return via Airborne Express
Envelope - pre addressed is enclosed.

Thank you

nu 8/5/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 21, 1997

VIRGINIA SWICK PROHASKA
114 HAMPTON CIRCLE
JUPITER, FL 33458

SUBJECT: FIRST IMPRESSIONS, INC.
Ref. Number: W97000016763

We have received your document for FIRST IMPRESSIONS, 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 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 997A00036952

ARTICLES OF INCORPORATION

of

Nelson-Grace, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Nelson-Grace, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

| | | | |
|---------|----------------------|---------|-----------|
| NAME | VIRGINIA G. PROHASKA | | |
| ADDRESS | 114 HAMPTON CIRCLE | | |
| CITY | JUPITER | FLORIDA | ZIP 33458 |

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|----------------------|---------|-----------|
| NAME | VIRGINIA G. PROHASKA | | |
| ADDRESS | 114 HAMPTON CIRCLE | | |
| CITY | JUPITER | FLORIDA | ZIP 33458 |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | | |
|---------|----------------------|----------|-----------|
| NAME | VIRGINIA G. PROHASKA | | |
| ADDRESS | 114 HAMPTON CIRCLE | | |
| CITY | JUPITER | STATE FL | ZIP 33458 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

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TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|----------------------|-------|---------------|
| NAME | VIRGINIA G. PROHASKA | | |
| ADDRESS | 114 HAMPTON CIRCLE | | |
| CITY | JUPITER | STATE | FL. ZIP 33458 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 16
day of July, 19 97

Virginia G. Prohaska (Seal)

(Seal)

(Seal)

State of Florida
County of Palm Beach

Personally appeared before me and signed the foregoing,
Virginia G. Prohaska on 16 July '97.

June F. Wheelwright



JUNE F. WHEELWRIGHT
COMMISSION NO. CC 470173
MY COMM. EXP. MAR. 5, 1999
BONDED THRU PICKARD INS. AGCY.

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Nelson-Grace, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 114 HAMPTON CIRCLE
JUPITER FL 33458

has named VIRGINIA G. PROHASKA
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Virginia G. Prohaska
(registered agent)
VIRGINIA G. PROHASKA

FILED
97 AUG -4 AM 8:30
SEMINOLE STATE
TALLAHASSEE, FLORIDA