

PA 70000068277

LAW OFFICES
HERB & MEDNICK
A PARTNER OF PROFESSIONAL ASSOCIATES
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JAMES A. HERB, P.A.
GLENN M. MEDNICK, P.A.*
JENNIFER L. FULTON

200 SE NINTH STREET
FORT LAUDERDALE, FL 33316

August 4, 1997

*MEMBER OF FLORIDA
AND NEW JERSEY BARS

PLEASE REPLY TO
BOCA RATON OFFICE

VIA FEDERAL EXPRESS NEXT DAY AIR

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

200002258112--6

-08/05/97--01061--016
****122.50 ****122.50

Re: Incorporation of Dimensions By Design, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Dimensions by Design, Inc., for filing with the Secretary of State. Also enclosed is this firm's operating account check representing payment to the Secretary of State for the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
TOTAL	\$122.50

Please return to this office a certified copy of the Articles of Incorporation at your earliest opportunity; a stamped return envelope is enclosed herein. Thank you for your assistance in this matter.

If you have any questions hereupon, then please advise.

Very truly yours,

HERB & MEDNICK

Glenn M. Mednick
Glenn M. Mednick, Esquire
For the Firm

GMM/jd
Enclosures
cc: Larry S. Bill and Randy L. See

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FILED
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TALLAHASSEE, FLORIDA

PA 70000068277

**ARTICLES OF INCORPORATION
OF
DIMENSIONS BY DESIGN, INC.**

FILED
97 AUG -5 AM 9:30
SECRET
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation shall be:

DIMENSIONS BY DESIGN, INC.

**ARTICLE II
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in Chapter 607, Florida Statutes, the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

A. The total authorized capital stock of this Corporation is 100 shares of Common Stock, such shares shall have a par value of \$1.00 and shall be Design, Inc., designated as "Common Shares".

B. The Board of Directors shall have the power and the authority to prescribe the consideration to be paid to the Corporation in exchange for the issuance and disposal of its capital stock. Stock certificates shall not be valid unless signed and issued by the President and attested to by the Secretary, who shall affix thereon the corporate seal.

**ARTICLE IV
TERM OF EXISTENCE**

This Corporation shall exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE V
ADDRESS OF PRINCIPAL IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is 259 NE 32nd Court, Oakland Park, FL 33334. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws adopted by the Board of Directors of this Corporation, but shall never be less than one (1).

ARTICLE VII
FIRST BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are :

<u>NAME</u>	<u>ADDRESS</u>
Randy L. See, President	259 NE 32nd Court Oakland Park, FL 33334
Larry S. Bill, Vice President	259 NE 32nd Court Oakland Park, FL 33334
Patricia D. Bill, Secretary/Treasurer	259 NE 32nd Court Oakland Park, FL 33334

The Board of Directors shall have the authority and the power to adopt By-Laws which shall govern the operation of the business of this Corporation, and to thereafter amend same from time to time if deemed necessary by the Board of Directors.


ARTICLE VIII
INCORPORATOR

The name and street of the incorporator of these Articles of Incorporation is:

Glenn M. Mednick, Esquire
Herb & Mednick
5200 Town Center Circle - Suite 301
Boca Raton, Florida 33486

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

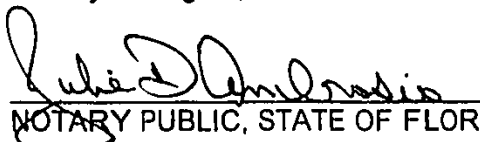
The street address of the initial registered office of this Corporation is 5200 Town Center Circle, Suite 301, Boca Raton, FL 33486, and the name of the initial registered agent of this Corporation at this address is Glenn M. Mednick, Esquire.


Glenn M. Mednick, Esquire

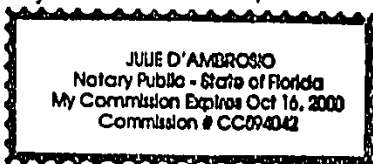
STATE OF FLORIDA
COUNTY OF PALM BEACH

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 Glenn M. Mednick, Esquire, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and who acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 4th day of August, 1997.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission expires:



**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

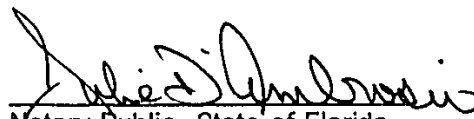
That Dimensions By Design, Inc., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 5200 Town Center Circle, Suite 301, Boca Raton, Florida 33486, has named GLENN M. MEDNICK, ESQUIRE located at 5200 Town Center Circle, Suite 301, Boca Raton, Florida 33486, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

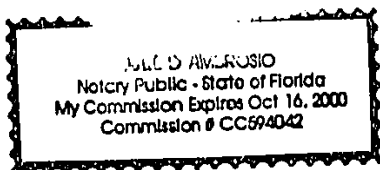
Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


GLENN M. MEDNICK, ESQ.

SWORN TO AND SUBSCRIBED before me on this 4th day of August, 1997.


Notary Public, State of Florida

My Commission expires:



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FILED
97 AUG -5 PM 9:36
SECRET
TALLAHASSEE, FLORIDA