P97000097420

SECRETARY OF STATE

November 6, 1997

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 400002344714--3 -11/12/97--01078--004 ******70.00 ******70.00

SUBJECT: STAIRS OF DISTINCTION, INC.

Dear Sir/Madam:

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

[X] \$70.00 [] \$78.75 [] \$122.50 [] \$131.25

Please return a copy of the filed Articles of Incorporation in the enclosed stamped self addressed envelope.

FROM:

Joseph Urso
Law Offices of Joseph Urso, P.A.
21845 Powerline Road, Suite 207
Boca Raton, Florida 33433
Telephone: (561) 394-4480

RP 11-14-97

97 NOV 12 PM 3: 14

ARTICLES OF INCORPORATION OF STAIRS OF DISTINCTION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE NAME

The name of the corporation is STAIRS OF DISTINCTION, INC.

ARTICLE TWO PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 10252 Vestal Manor, Coral Springs, Florida 33071.

ARTICLE THREE CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

- 1. To engage in the business of manufacturing and constructing stairs.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
- 3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000). Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE SIX OFFICERS

The officers of the Corporation shall be:

President:

Charles Mamane

Vice President:

Anthony Fiore

Secretary: Treasurer:

Charles Mamane

Anthony Fiore

ARTICLE SEVEN REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 21845 Powerline Road, Suite 207, Boca Raton, Florida 33433, and the name of its initial registered agent at such address, is Joseph Urso.

ARTICLE EIGHT DIRECTORS

The number of directors constituting the corporation's initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name

Address

Charles Mamane

10252 Vestal Manor, Coral Springs, Florida 33071

Anthony Fiore

2526 Orchid Bay Drive, Naples, Florida 33963

ARTICLE NINE INCORPORATORS

The name and address of each incorporator is Charles Mamane, 10252 Vestal Manor, Coral Springs, Florida 33071.

ARTICLE NINE BYLAWS

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE TEN EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE ELEVEN AMENDMENT

The corporation reserves the right to amend, add to, or repeal any provision contained in these articles of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on November 6, 1997.

Charles Mamane, Incorporator

FILED ECRETARY OF STATE DIVISION OF CORPORATIONS

97 NOV 12 PM 3: 14

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF FS \$ 607.0501 or FS \$ 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: STAIRS OF DISTINCTION, INC.
- 2. The name and address of the registered agent and office is:

Joseph Urso 21845 Powerline Road, Suite 207 Boca Raton, Florida 33433

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of may duties, and I am familiar with and accept the obligations of my position as registered agent.

November 6, 1997

Date

DIVISION OF CORPORATIONS 409 EAST GAINES STREET TALLAHASSEE, FLORIDA 32399