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DAN BAILEY ATTORNEY AT LAW

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April 24, 1998

DEPARTMENT OF STATE
Attn: Division of Corporations

800002505118--8
-04/29/98--01060--002
*****70.00 *****70.00

Re: Articles of Incorporation "Aubrey Group, Inc."

Dear Division:

Enclosed please find an original Articles of Incorporation for Aubrey Group, Inc. Please file said articles and return to this firm at the above address. Also enclosed please find a check for \$70.00 payable to Secretary of State representing filing fees.

Should you have any questions concerning this transaction, please contact me at your convenience.

Very truly yours,

DAN BAILEY



Dan Bailey
Attorney at Law

DBB

FILED
98 APR 29 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P. Hall

APR 30 1998

ARTICLES OF INCORPORATION OF AUBREY GROUP, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME: The name of the corporation herein called either "the corporation" or "this corporation", is Aubrey Group, Inc.

ARTICLE II

PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation is 7876 Gardner Drive, Naples, Florida 34109.

ARTICLE III

SHARES: The number of shares of stock that this corporation is authorized to issue is one-thousand (1000) shares of stock. Each share of said stock shall have a par value of one United States Dollar (\$1.00). Said stock is comprised of one class which has unlimited voting rights and is entitled to receive the net assets of the corporation upon dissolution.

ARTICLE IV

CORPORATE DURATION: The duration of the corporation is perpetual.

ARTICLE V

PURPOSE OR PURPOSES: The general purposes for which the corporation is organized are:

1. To engage in the business of closet installation, sales, and services.
2. To transact any other lawful business for any lawful purpose or purposes 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.
4. The corporation is organized and shall exist as a corporation for profit under the laws of the State of Florida.

ARTICLE VI

POWERS: For the accomplishment of its purposes, the corporation shall have all of the common law and statutory powers and duties of a corporation for profit, except as limited or modified by these Articles or the Florida Business Corporation Act, as they may hereafter be amended from time to time.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of the corporation is:

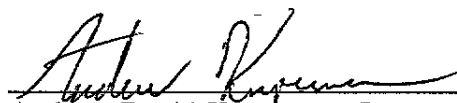
777 Marine Dr
Boca Raton, FL 33431

The name of the initial registered agent at said street address is:

Andrew David Kuperman

WHEREFORE the incorporator has caused these presents to be executed this 23 day of April, 1998.

BY:



Andrew David Kuperman, Incorporator
777 Marine Dr
Boca Raton, FL 33431

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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:

AUBREY GROUP, INC.

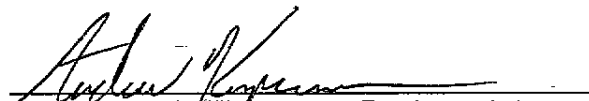
2. The name and address of the registered agent and office is:

Andrew David Kuperman, Registered Agent

777 Marine Dr
Boca Raton, FL 33431

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TALLAHASSEE, FLORIDA

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 my duties, and I am familiar with and accept the obligations of my position as registered agent.


Andrew David Kuperman, Registered Agent
777 Marine Dr
Boca Raton, FL 33431

4/23/98
(DATE)