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JERRY S. PAUL

May 20, 1998

VIA U.P.S. NEXT DAY AIR

Attorneys' Title Insurance Fund, Inc.
Suite 200
660 E. Jefferson Street
Tallahassee, Florida 32301

Return to
File ASAP

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

98 MAY 21 PM 4:12

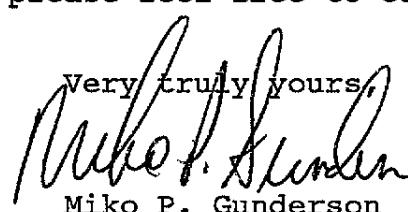
Re: Incorporation of Cambridge Cabinets Manufacturing, Inc.

Dear Sir/Madam:

Enclosed please find the original and an executed copy of the Articles of Incorporation of the above-referenced corporation, Designation of Registered Agent and Registered Office, and a check in the sum of \$70.00 for the filing fee. It is my understanding that you will bill this office the \$15.00 charge for filing the Articles of Incorporation.

I would appreciate you returning to this office the Certificate of Incorporation, copy of Articles and receipt as soon as possible.

If you have any questions, please feel free to call me.

Very truly yours,

Miko P. Gunderson

MPG:dls

Enclosures

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6/21

ARTICLES OF INCORPORATION
OF
CAMBRIDGE CABINETS MANUFACTURING, INC.

98 MAY 21 PM 4:12
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is CAMBRIDGE CABINETS MANUFACTURING, INC., a Florida corporation, and the principal office is located at 1489 Market Circle, Building 2, Unit 1, Port Charlotte, Florida 33953.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be c/o Batsel, McKinley, Ittersagen, Gunderson & Berntsson, P.A., 1861 Placida Road, Suite 204, Englewood, Florida 34223. The name of the initial registered agent at such address is MIKO P. GUNDERSON.

ARTICLE 6. - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The name and post office address of the initial director is: ROBERT J. UEBELACKER, 12711 S. W. Kings Row, Lake Suzy, Florida 34266.

ARTICLE 8. - INCORPORATORS

The name and post office address of the incorporator of this corporation is: MIKO P. GUNDERSON, 1861 Placida Road, Suite 204, Englewood, Florida 34223.

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 30 day of May, 1998.

Witnesses:

Donna Santarone
Barbara B. Dernwood

MIKO P. GUNDERSON

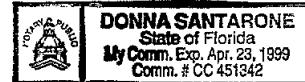
MIKO P. GUNDERSON

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, MIKO P. GUNDERSON, who is personally known to me and who did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Englewood, said County and State, this 30 day of May, 1998.

Notary Public
My commission expires:



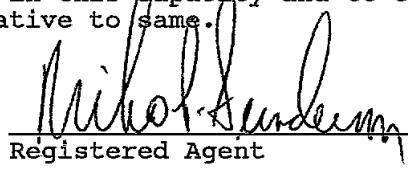
CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

CAMBRIDGE CABINETS MANUFACTURING, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Englewood, County of Charlotte, State of Florida, has designated MIKO P. GUNDERSON, whose street address is 1861 Placida Road, Suite 204, Englewood, Florida 34223, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Registered Agent

40847a02

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TALLAHASSEE, FLORIDA