

AMY LOGAN SLIVA

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

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****122.50 ****122.50

RE: DESIGNS BY CAROL, INC.

Ladies/Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, along with a check in the amount of \$122.50.

I ask that you please file the Articles of Incorporation and return a certified copy to my office.

Thank you for your assistance in this matter.

Very truly yours,

Amy Logan Sliva
Amy Logan Sliva

ALS:ss
Enclosures

FILED
98 JUN 16 AM 11:01
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

6-18-98
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**ARTICLES OF INCORPORATION
OF
DESIGNS BY CAROL, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation shall be **DESIGNS BY CAROL, INC.**

**ARTICLE II
NATURE OF BUSINESS AND POWERS**

The general purpose for which this Corporation is organized is to operate a business specializing in residential house plans and windloads and to transact any or all business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

**ARTICLE IV
TERM OF EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of the Corporation are as follows:

PRINCIPAL OFFICE

2639-B West Michigan Avenue
Pensacola, Florida 32526

MAILING ADDRESS

2639-B West Michigan Avenue
Pensacola, Florida 32526

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

2639-B West Michigan Avenue, Pensacola, Florida 32526

The name of the initial registered agent of this Corporation at that address shall be:

Carolyn Walther

ARTICLE VII
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have **two (2)** directors(s) initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VIII
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

President: Carolyn Walther
2639-B West Michigan Avenue
Pensacola, Florida

Vice-President: William C. Walther
2639-B West Michigan Avenue
Pensacola, Florida 32526

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Carolyn Walther
2639-B West Michigan Avenue
Pensacola, Florida 32526

ARTICLE X
SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

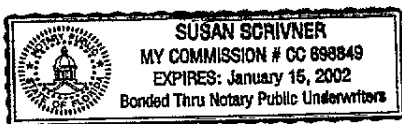
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Escambia County, Florida, for the uses and purposes aforesaid, this 12th day of June, 1998.




CAROLYN WALTHER

STATE OF FLORIDA
COUNTY OF ESCAMBIA

I HEREBY CERTIFY that the foregoing Articles of Incorporation, was freely and voluntarily acknowledged and executed before me, according to law, for the uses and purposes therein set forth this 12th day of June, 1998, by CAROLYN WALTHER, who is personally known to me or produced FLDL# W436-103-41-711-0 as identification.





SUSAN SCRIVNER, Notary Public
Commission #CC 698849
Expiration Date: January 15, 2002

**DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
DESIGNS BY CAROL, INC.**

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, DESIGNS BY CAROL, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 2639-B West Michigan Avenue, Pensacola, Florida 32526, has named CAROLYN WALTHER located thereat as its registered agent to accept service of process within this state.

BY: 
CAROLYN WALTHER

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

BY: 
CAROLYN WALTHER

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