

P98000056118

Your Business Matters, Inc.
8301 Forest Oaks Boulevard
Spring Hill, FL 346086-6845

June 12, 1998

Division of Corporations
FL Department of State
Post Office Box 6327
Tallahassee, FL 32314

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7-1-98

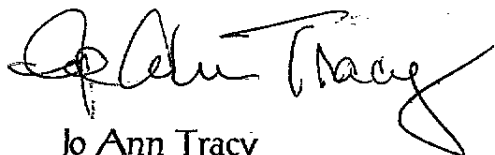
Dear Secretary of State:

Enclosed, for filing, are the original *Articles of Incorporation of PERKINS WOODWORKING, INC.*, and a photocopy of the same. Also included is a check payable to FL Department of State, in the amount of \$122.50, to cover:

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

Please return the certified copy, as filed, to my office at the address listed herein.

Thanking you, in advance,



Jo Ann Tracy
Vice President

JAT/ykw
enclosures

98 JUN 22 PM 3:39
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

of

PERKINS WOODWORKING, INC.

The undersigned hereby organizes for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporations for profit.

RECEIVED
7-1-98

ARTICLE I

NAME

The name of the Corporation shall be PERKINS WOODWORKING, INC.

ARTICLE II

PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation is:

4228 NANCY CREEK BOULEVARD, BROOKSVILLE, FL 34602.

ARTICLE III

NATURE OF BUSINESS

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall have perpetual existence, commencing on July 1, 1998.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be:

8301 Forest Oaks Boulevard, Spring Hill, FL 34606.

The initial registered agent of this Corporation at such office shall be:

YOUR BUSINESS MATTERS, INC.,

who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping open for service of process.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of ONE members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The name and street address of the director constituting the initial Board of Directors is:

NAME

DOUGLAS S. PERKINS

ADDRESS

4228 Nancy Creek Boulevard
Brooksville, FL 34602

ARTICLE VII
INCORPORATORS

The name and street address of the initial subscriber signing these Articles of Incorporation is:

NAME

DOUGLAS S. PERKINS

ADDRESS

4228 Nancy Creek Boulevard
Brooksville, FL 34602

ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX
AMENDMENT

The Corporation reserves the right to amend, addend, or repeal any provisions contained in these Articles of Incorporation, or an amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE X
BY-LAWS

The power to adopt, addend, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI
ADOPTION OF BY-LAWS

A special meeting of the subscribers of their assigns shall be held for the purpose of completing the organization of the Corporation and the adoption of the By-Laws and the transaction of such other business as may come before the meeting.

ARTICLE XII
CAPITAL STOCK

This Corporation is authorized to issue 7,000 shares of \$1.00 par value stock, which should be designated Common Stock.

ARTICLE XIII
TERMS OF ISSUING STOCK

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

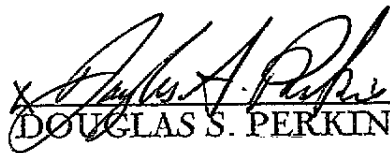
ARTICLE XIV
RESTRICTIONS OF STOCK

Shares of Capital Stock of this Corporation shall be issued initially to the following persons in the amount set opposite their names:

DOUGLAS S. PERKINS 100 shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

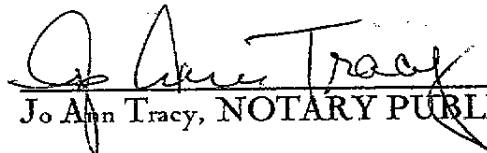
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed his seal to these Articles of Incorporation of PERKINS WOODWORKING, INC., on this 11th day of June, 1998.

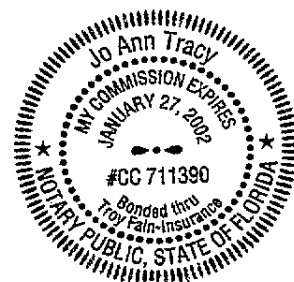

DOUGLAS S. PERKINS

STATE OF FLORIDA
COUNTY OF HERNANDO

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared DOUGLAS S. PERKINS, who presented a valid Florida Driver's License for identification, who did not take an oath, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County noted above, on this 11th day of June, 1998.


Jo Ann Tracy, NOTARY PUBLIC



FILED
98 JUN 22 PM 3:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607.0505, Florida Statutes, the following is submitted:

PERKINS WOODWORKING, INC.,

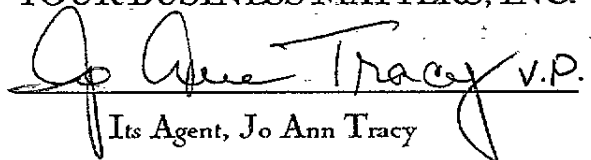
desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 8301 Forest Oaks Boulevard, Spring Hill, County of Hernando, State of Florida, 34606, has accepted Your Business Matters, Inc., at that address, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of the said act related to keeping open said office.

YOUR BUSINESS MATTERS, INC.

By:

 v.p.
Its Agent, Jo Ann Tracy