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August 18, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-08/21/98--01003--009
****122.50 ****122.50

RE: QUINCY B.C., INC.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation of QUINCY B.C., INC., to be registered as a Florida Corporation. Please issue the Certificate of Incorporation and return the same to the office together with a certified copy of the Articles of Incorporation.

In addition, a check in the amount of \$122.50 is enclosed to represent the following fees:

| | |
|-----------------------|-----------------|
| Filing Fee: | \$35.00 |
| Certified Fee: | \$52.50 |
| Registered Agent Fee: | \$35.00 |
| TOTAL: | \$122.50 |

FILED
98 SEP 10 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you for your prompt attention in this matter. Should you have any questions, please do not hesitate to contact this office.

Sincerely,


Trish Funcheon
Legal Assistant to:

BARRY E. HUGHES

Enclosures

SD
9/14



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 21, 1998

BARRY E. HUGHES, ESQUIRE
2001 SOUTH RIDGEWOOD AVENUE
SOUTH DAYTONA, FL 32119

SUBJECT: QUINCY B.C., INC.
Ref. Number: W98000019209

We have received your document for QUINCY B.C., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 998A00043577

ARTICLES OF INCORPORATION

OF

QUINCY B.C., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of this corporation is QUINCY B.C., INC., with its principal office located at 939 Carswell Avenue, Holly Hill, Florida, 32117.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this corporation is as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

(a) To design, develop, experiment with, manufacture, assemble, install, repair, purchase, clean, or otherwise acquire, sell, and in any manner deal in or with installation and dry cleaning of window treatments as they now exist or which may hereafter be developed.

(b) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any manner reproduced.

(c) To purchase, take, receive, lease, sub-lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with the real and personal property or any interest therein, wherever situated.

(d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or part of its property and assets.

(e) To lend money to, and use its credit to assist its officers and employees in accordance with Florida

Statute 607.141 as amended.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(g) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(i) To make distribution for the public welfare or for other charitable, scientific or educational purposes.

(j) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any and all of its directors and officers.

(k) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

(l) To have, exercise and enjoy all of the rights and privileges of corporations for profit as conferred by the laws of the State of Florida, it being expressly provided that the enumeration of the specific powers and purposes shall not be held to limit or restrict in any manner the general powers of the corporation.

ARTICLE IV

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be the aggregate number of shares this corporation has authority to issue.

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase

his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VI

The mailing address of the principal office of this corporation is 939 Carswell Avenue, Holly Hill, Florida, 32117 and the name of the registered agent of this of this corporation is BARRY T. KUKES whose address is 939 Carswell, Holly Hill, Florida, 32117.

ARTICLE VII

This corporation shall have one (2) directors initially. The number of directors may be either increased or diminished from time to time by bylaws adopted by the shareholders but shall never be less than two (2). The name and address of the initial directors of this corporation is:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|--|
| BARRY T. KUKES | 939 Carswell Ave. Holly Hill, Florida 32117 |
| CYNTHIA L. KUKES | 939 Carswell Ave. Holly Hill, Florida 32117 |

ARTICLE VIII

The name and address of the incorporator is:

| | |
|----------------|---|
| BARRY T. KUKES | 939 Carswell Ave. Holly Hill, FL 32117 |
|----------------|---|

ARTICLE IX

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

ARTICLE X

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of a majority represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

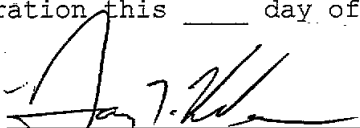
ARTICLE XII

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto in the manner provided by law and any right conferred upon the shareholders is subject to this reservation. Every amendment shall be approved by the holder or holders of a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this ____ day of August, 1998.


BARRY T. KUKES

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared BARRY T. KUKES known to me to be the person or who provided Fl. Drivers License as proof of identification and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the state and county last
aforesaid this 18 day of August, 1998.



Patricia Funcheon
Notary Public,
My Commission Expires:

Pursuant to Chapter 607.164 as amended, of the Florida
Statutes, the undersigned individual designated as Registered
Agent in the Articles of Incorporation for QUINCY B.C., INC.,
with an office at 939 Carswell Avenue, Holly Hill, Florida, 32117
therefore to act as Registered Agent in accordance with the
provisions of the said Statute. I hereby am familiar with and
accept the duties and responsibilities as registered agent for
said corporation.

[Signature]
BARRY T. KUKES

98 SEP 10 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED