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October 12, 1998

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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-10/19/98--01049--003
*****78.75 *****78.75

Re: Brown Stone Design, Inc.

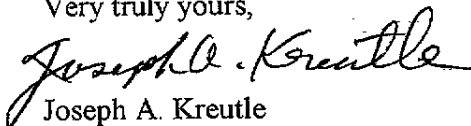
Gentlemen:

Enclosed, please find an original and one copy of the Articles of Incorporation for the above named corporation, along with a check in the amount of \$78.75, which represents the following:

Filing Fees	\$35.00
Registered Agent designation	35.00
Certified Copy	8.75

Please forward the certified copy of the Articles of Incorporation directly to the undersigned, together with your receipt for costs.

Very truly yours,


Joseph A. Kreutle

JAK/cam

Enclosures

FILED
OCT 19 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
10-19-98

ARTICLES OF INCORPORATION

OF

BROWN STONE DESIGN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Corporation is:

BROWN STONE DESIGN, INC.

ARTICLE II
NATURE OF BUSINESS

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE III
CAPITAL STOCK

The capital stock of this Corporation shall consist of One Hundred (100) shares of common stock with a value of \$1.00 par value per share.

ARTICLE IV

PREEMPTIVE RIGHTS

Every share holder, 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 rate share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be One Hundred Dollars (\$100.00).

ARTICLE VI

TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved according to law, said existence shall commence on the date of issuance of the Certificate of Incorporation herein by the Secretary of State of Florida.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be located at 3451 Cocoplum Circle, Coconut Creek, Florida 33063, or at such other place of business as may be determined and fixed by the Board of Directors from time to time. The Registered Agent of this Corporation shall be Abby Stone, located at 3451 Cocoplum Circle, Coconut Creek, Florida 33063.

initial post office address of the initial office of this corporation in the State of Florida is

The Board of Directors may, from time to time, move the principal office to any other

address in Florida.

ARTICLE VIII

INDEBTEDNESS

The outstanding indebtedness of this Corporation shall be unlimited.

ARTICLE IX

DIRECTORS

The number of directors of this Corporation shall be not less than one (1) nor more than five (5) as the same may be provided for by the By-Laws of this Corporation. The By-Laws may provide for an increased or decreased number of directors, or change thereof.

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the By-Laws and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence or until their successors are chosen and elected, are as follows:

<u>Name</u>	<u>Address</u>
Abby Stone	3451 Cocoplum Circle Coconut Creek, FL 33063

ARTICLE X

SUBSCRIBERS

The names and addresses of the subscribers to this corporation and the statement of the number of shares which they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares</u>
Abby Stone	3451 Cocoplum Circle Coconut Creek, FL 33063	100 Shares

ARTICLE XI

AMENDMENT

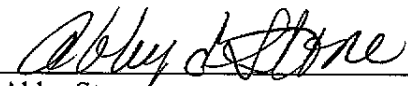
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the Stockholders herein are subject to this reservation.

ARTICLE XII

REGISTERED AGENT

Abby Stone is hereby designated as Registered Agent of the Corporation at 3451 Cocoplum Circle, Coconut Creek, Florida 33063.

IN WITNESS WHEREOF, I the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.


Abby Stone

ACCEPTANCE OF REGISTERED AGENT

I, Abby Stone, have been designated as the registered agent for said corporation and I am familiar with and accept the duties and responsibilities of registered agent.


Abby Stone

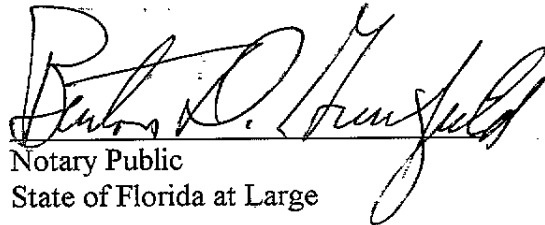
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared ABBY STONE, to me known to be the persons described as subscribers in, and who executed the foregoing described Articles of Incorporation, and they acknowledged before me that they subscribed their names hereto for the purposes therein expressed.

WITNESS my hand and official seal at Hollywood, Broward County, Florida this 24 day of October, 1998.


Notary Public
State of Florida at Large

My Commission Expires:

**NOTARY PUBLIC STATE OF FLORIDA
BURTON D. GREENFIELD
COMMISSION # CC627220
EXPIRES 5/23/2001
BONDED THRU ASA 1-888-NOTARY1**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT BROWN STONE DESIGN, INC. IS DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT CITY OF COCONUT CREEK, STATE OF FLORIDA, HAS
NAMED ABBY STONE LOCATED AT 3451 COCOPLUM CIRCLE, CITY OF COCONUT
CREEK, STATE OF FLORIDA, AS IT AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE: Abby d. Stone

TITLE: REGISTERED AGENT

DATE: October 8, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE: Abby d. Stone

DATE: October 8, 1998