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Lefferts L. Mabie, Jr.  
(1925-1996)  
D.L. Middlebrooks  
(1926-1997)

**P99000011172**

January 28, 1999

Secretary of State  
Florida Department of State  
Corporate Division  
The Capitol  
409 E. Gaines Street  
Tallahassee, FL 32399

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-02/01/99--01137--015  
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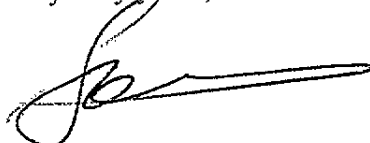
RE: . . . Incorporation of Fran's Interior Design, Inc.

Dear Sir/Madam:

Enclosed are an original and one copy each of the Resident Agent's Certificate and Articles of Incorporation pertaining to Fran's Interior Design, Inc. Also enclosed is my check in the sum of \$78.75 to cover the incorporation fees and to obtain a certified copy of the Articles of Incorporation.

Thank you for your assistance.

Very truly yours,



SAM A. VIVIANO

SAV:slf

Enclosures

**FILED**  
99 FEB -1 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**REGISTER FEB 4 1999**

ARTICLES OF INCORPORATION  
OF  
FRAN'S INTERIOR DESIGN, INC.

FILED  
99 FEB -1 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

Article I: Name

The name of the corporation is: FRAN'S INTERIOR DESIGN, INC.

Article II: Nature of Business

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

Article III: Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is twenty-five hundred (2500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

Article IV: Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500).

Article V: Term of Existence

This corporation is to exist perpetually.

Article VI: Address

The initial Post Office address of the principal office of this corporation in the State of Florida is 5150 Gull Point Road, Pensacola, FL 32504. The Board of Directors may from time to time move the principal office to any other address in Florida.

Article VII: Directors

This corporation shall have (1) Director, initially. The number of directors may be increased or diminished from time to

time by Bylaws adopted by the stockholders, but shall never be less than one (1).

#### Article VIII: Initial Directors

The name and street address of the member of the first Board of Director is:

Frances M. Viviano      5150 Gull Point Road  
Pensacola, FL 32504

#### Article IX: Subscribers

The name and post office address of the subscriber to these Articles of Incorporation, the number of shares of stock she agrees to take and the value of the consideration therefor are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Frances M. Viviano	5150 Gull Point Road Pensacola, FL 32504	500	\$1.00

#### Article X: 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 stockholder's meeting by a simple majority of the stock entitled to vote thereon.

#### Article XI: Transfer of Stock

No stockholder, or the executor, or the administrator of any deceased stockholder, shall transfer stock in this company without first notifying the company of the name of the proposed transferee, and obtaining the consent of the Board of Directors for said transfer. The Board shall have the right to refuse to make such transfer under limitations and provisions of the corporate bylaws. Furthermore, the stockholders of this corporation may include in any agreement between themselves any limitations upon the transferability, pledge, or assignment of the corporate stock, as well as to confer upon the stockholders preemptive rights of purchase as conditions precedent to the sale of stock.

#### Article XII: Corporate Stock Lien

This corporation shall have a first and prior lien upon any and all of its outstanding shares of capital stock and upon dividends earned thereon for any indebtedness owing by the owner of any of said stock to the corporation. The said lien shall cover

any indebtedness whether due or to become due; whether now existing or which may hereafter be created; whether contingent or fixed; and whether primary or secondary.

  
FRANCES M. VIVIANO

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared FRANCES M. VIVIANO to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above, this 29th day of January, 1999.

  
Notary Public

My commission expires: \_\_\_\_\_

(SEAL)



RESIDENT AGENT'S CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that FRAN'S INTERIOR DESIGN, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in Escambia County, State of Florida, has named SAM A. VIVIANO, 3300 Mobile Highway, Pensacola, FL 32505 as its agent to accept service of process within this State.

ACKNOWLEDGMENT: 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 such capacity, and agree to comply with the provisions of said Act relative to keeping said office open.

Sam A. Viviano  
Resident Agent

FILED  
99 FEB - 1 AM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA