

JOSEPH L. THILLMAN

ATTORNEY AT LAW

1897 Palm Beach Lakes Blvd., Suite 219

West Palm Beach, FL 33409

(561) 687-3896 • Fax (561) 687-5009

After Hours: (561) 775-3135

P99000026447

March 12, 1999

Secretary of State

Division of Corporations

Post Office Box 6327

Tallahassee, FL 32314

600002809046--E

-03/17/99--01057--003

*****70.00 *****70.00

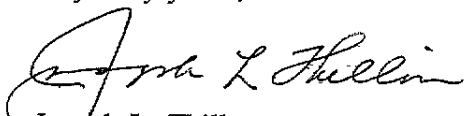
Re: PBL Design Group, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the PBL Design Group, Inc., together with a check in the amount of \$70.00 to cover the cost of filing same.

If I need to take further action, please feel free to call me at the above number.

Very truly yours,



Joseph L. Thillman

JLT/ar

Enclosures

EFFECTIVE DATE

3-11-99

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 MAR 17 PM 1:57

FILED

ajc
3/23

ARTICLES OF INCORPORATION
OF
PBL DESIGN GROUP, INC.

Article I - Name

The name of this Corporation is PBL DESIGN GROUP, INC.

Article II - Effective Date and Duration

This Corporation shall begin existence as of the 11 th of March, 1999 and continue perpetually until dissolved.

Article III - Purpose

EFFECTIVE DATE
3-11-99

This Corporation is organized for the purpose of providing professional interior design services as well as any activity or business permitted under the laws of The United States and Florida.

Article IV - Common Stock

This Corporation is authorized to issue 100 shares of NO PAR VALUE common stock.

Article V - Authority

This Corporation has the authority to conduct any and all lawful business which can be legally conducted by any corporation pursuant to the laws of the State of Florida.

Article VI - Dividends

This Corporation may pay dividends upon the terms and conditions specified by the board of directors from time to time.

Article VII - Incorporator

The name and address of the incorporator of this Corporation is Stephen L. Boruff, 5006 Whispering Hollow, Palm Beach Gardens, Fl 33418.

Article VII - Directors

The following person(s) hereby subscribe to the number of shares indicated, are directors of the Corporation, and reside at the addresses listed:

FILED
99 MAR 17 PM 1:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name: Carol Parsons
Number of Shares: 52
Office: President/Director
Address: 751 Ocean Dr., #3
Juno Beach, FL 33408

Name: Philip Luchner
Number of Shares: 24
Office: Director/Treasurer
Address: 193 Bent Tree Dr.
Palm Beach Gardens, FL 33418

Name: Stephen L. Boruff
Number of Shares: 24
Office: Director/Secretary
Address: 5008 Whispering Hollow
Palm Beach Gardens, FL 33418

Directors shall hold office for a period of one (1) year and shall be elected at the annual shareholders meeting. There shall be three (3) directors initially.

Article IX - Powers of Directors

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make and alter the by-laws of this Corporation, to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and caused to be executed mortgages and liens upon real and personal property belonging to the Corporation, the Board of Directors shall also have the authority to hire and fire employees of the Corporation and to fix their compensation, unless these responsibilities are delegated to an officer.

Article X - Principal Place of Business

The principal place of business of this Corporation shall be 701 Northpointe Parkway, Suite 210, West Palm Beach, FL. 33407. The Board of Directors may from time to time move the place of business of this Corporation as they see fit.

Article XI - Registered Agent

The Registered Agent for service of process on this Corporation, who shall serve until removed by the Board of Directors, is

Carol Parsons
751 Ocean Dr., #3
Juno Beach, FL 33408

Article XII - Private Property of Shareholders

The private property of shareholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

Article XIII - Excess Salary

In the event the Internal Revenue Service determines that a portion of the salary paid by this Corporation to any of its employees, including its officers and directors, is excessive under the law as it exists at that time, and will not allow the Corporation to deduct said portion of the salary from its earnings as an operating expense, said portion of said salary deemed to be excessive shall be automatically repaid to the Corporation.

Article XIV - Excess Business Expense

In the event that the Internal Revenue Service determines that any business expense is invalid or excessive under the law as it exists at that time, and will not allow the Corporation to deduct all or a portion of the claimed business expense, said portion of the business expense deemed to be excessive shall automatically be repaid to the Corporation.

Article XV - Amendments

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purposes of forming a Corporation to do business under the laws of the State of Florida this 11th day of March, 1999.


Stephen L. Boruff

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Stephen L. Boruff, to me personally known and he executed the foregoing instrument in my presence.

WITNESS my hand and official seal in the County and State last aforesaid this 12th day of March, 1999.



Jessica C Lucido
Notary Public

Acceptance to Serve as Resident Agent

I, Carol Parsons, whose address is 751 Ocean Dr., #3, Juno Beach, FL 33408, do hereby accept the appointment of Registered Agent for PBL DESIGN GROUP, INC.

[Signature]
Carol Parsons

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 MAR 17 PM 1:57

FILED