

P990000 37846

Requestor's Name



10696-8 LEM TURNER ROAD  
JACKSONVILLE FLORIDA 32218-4504

000002847310--6  
-04/22/99-01059-007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

EFFECTIVE DATE

4-20-99

1. \_\_\_\_\_ (Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #)

3. \_\_\_\_\_ (Corporation Name) (Document #)

4. \_\_\_\_\_ (Corporation Name) (Document #)

99 APR 22 AM 10:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Walk in  Pick up time \_\_\_\_\_  Certified Copy  
 Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

F. CHESSEY APR 27 1999

ARTICLES OF INCORPORATION  
OF

Renaissance Furniture, Inc.

*EFFECTIVE DATE  
4-20-99*

ARTICLE I - NAME

The name of this corporation is Renaissance Furniture, Inc.

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ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is authorized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any authorized and unissued stock (but not treasured stock) of this corporation shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent of this corporation is 5544 Norwood Avenue, Jacksonville, Florida 32208 and the name of the initial Registered Agent (who also serves as the subscriber to the Articles) of this corporation at that address is Nancy Bartzlett. The subscriber's signature shall also serve as acceptance of the designation of Registered Agent. The above address shall also serve as the corporate mailing address.

### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three Directors initially. The number of directors may be either increased or diminished from time to time as provided for in the Bylaws but shall never be less than two. The names and addresses of the initial directors of this corporation are:

Nancy Bartchlett, 5544 Norwood Avenue, Jacksonville, Florida 32208

Alan Bartchlett, 5544 Norwood Avenue, Jacksonville, Florida 32208

Rusty Bartchlett, 5544 Norwood Avenue, Jacksonville, Florida 32208

### **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is: Nancy Bartchlett, 5544 Norwood Avenue, Jacksonville, Florida 32208.

Also principal office for the corporation.

### **ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested solely with the shareholders.

### **ARTICLE X - RESTRICTION ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons:

Nancy Bartchlett  
Alan Bartchlett

Shares held by the initial shareholders listed above and all subsequent shares may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms of which, and the time within which, those shares may be offered and sold shall be further specified according to the Bylaws of this corporation as adopted by the shareholders.

## **ARTICLE XI - CALLING OF SPECIAL MEETINGS**

Special Meetings of shareholders may be called as provided by Section 607.084, Florida Statutes.

## **ARTICLE XII - SHAREHOLDER QUORUM AND VOTING**

Fifty-one percent 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 fifty-one percent of the shareholders represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE XIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any kind of merger shall be required in every case, whether or not that approval is required by law.

## **ARTICLE XIV - RIGHT OF SHAREHOLDERS TO DISSENT**

The shareholders of this corporation shall have the right to dissent from any corporate action from which the shareholders are entitled to dissent under section 607.244 and 607.247, Florida Statutes.

## **ARTICLE XV - SHAREHOLDERS' MEETING REQUIRED**

Any action of the shareholders of the corporation must be taken at a meeting of the shareholders of this corporation, duly called as required by law.

## **ARTICLE XVI - MANAGEMENT OF CORPORATION BY DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the Board of Directors of this corporation.

## **ARTICLE XVII - POWERS**

This corporation shall have all of the corporate powers enumerated in Section 607.011, Florida Statutes.

## **ARTICLE XVIII - DIRECTORS' RESIDENCY AND COMPENSATION**

At least one Director of this corporation must be a resident of the State of Florida. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

## **ARTICLE XIX - REMOVAL OF DIRECTORS**

The shareholders of this corporation shall be entitled to remove any director from office during his term without cause.

## **ARTICLE XX - DIRECTOR QUORUM IN VOTING**

Two directors shall constitute a quorum for a meeting of the directors.

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

## **ARTICLE XXI - MEETING BY CONFERENCE TELEPHONE**

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.

#### **ARTICLES XXII - ACTION BY DIRECTORS WITHOUT A MEETING**

The directors of this corporation may take action by unanimous written consent, as provided by law. The Bylaws of the corporation will set forth actions that must take place at a meeting of the directors.

#### **ARTICLE XXIII - DIVIDENDS**

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

#### **ARTICLE XXIV - REDUCTION IN STATED CAPITAL**

The stated capital of this corporation shall not be reduced by action of the Board of Directors when the reduction is not accompanied by any action requiring or constituting an amendment of the Articles of Incorporation.

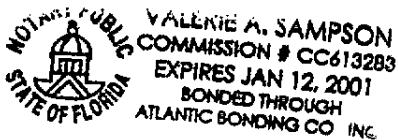
#### **ARTICLE XXV - INDEMNIFICATION**

This corporation shall indemnify an officer or director, to the full extent permitted by law.

#### **ARTICLE XXVI - AMENDMENT**

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

**IN WITNESS WHEREOF** the undersigned subscriber has executed the Articles of Incorporation on April 20, 1999.



*Nancy G. Barchlett*  
Nancy Barchlett, Subscriber

FDL 8632 627 49 928

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, personally appeared, Nancy Bartzlett, to me well known and known to me to be the individual described in and who executed the foregoing instrument, and acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 20 day of April 1999, at Jacksonville, County and State aforesaid.

Valerie A Sampson  
Notary Public, State of Florida at Large

My Commission Expires:



99 APR 22 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED