

TRANSMITTAL LETTER

P99000041451

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

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-05/03/99--01141--017
****131.25 *****87.50

SUBJECT: HOUSE OF DISTINCTION, INC.

Enclosed are an original and two (2) copies of the articles of incorporation. The check covering the filing fees is enclosed.

\$70.00	\$78.75	\$122.50	\$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: Deborah K. Glynn, Register Agent
12463 Pinley Green Court
Jacksonville, Florida 32246
(904) 220 - 6731

FILED
99 MAY -3 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 7 1999

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION OF HOUSE OF DISTINCTION, INC.

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

ARTICLE I NAME

The name of the corporation shall be **HOUSE OF DISTINCTION, INC.**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory, or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the principal office of the corporation shall be 12463 Pinley Green Court, Jacksonville Florida 32246 and the name of the initial Registered Agent for the corporation at that address is Deborah K. Glynn

The registered office of the Registered Agent, Deborah K. Glynn, shall be 12463 Pinley Green Court, Jacksonville Florida 32246.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by appropriate officers to accomplish this compliance.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION

HOUSE OF DISTINCTION, INC.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or any subsidiary of the corporation, whether or not wholly owned, to the maximum extent of the law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

The corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Deborah K. Glynn

ARTICLES OF INCORPORATION

HOUSE OF DISTINCTION, INC.

ARTICLE IX INCORPORATOR/REGISTERED AGENT

The name and address of the Incorporator is:

Deborah K. Glynn
12463 Pinley Green Court
Jacksonville Florida 32246.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this

29th day of April, 1999.

Deborah K. Glynn Deborah K. Glynn
Incorporator

I duly accept the responsibilities of a Registered Agent for HOUSE OF DISTINCTION, INC.

Deborah K. Glynn Deborah K. Glynn
Registered Agent

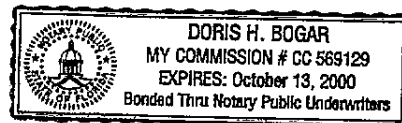
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was executed and acknowledged before me this 29th day

of April, 1999, by Deborah K. Glynn

Doris H. Bogar Notary Public



(SEAL)

State of Florida

My Commission Expires: _____