

99000046466

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Aubrey Corporation of South
Florida Inc.

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*****78.75 *****78.75

- Art of Inc. File Cert
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

1999 MAY 21 PM 1:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAY 21 AM 10:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: CO
Name _____ Date 5-21-99 Time 11:00

Walk-In _____ Will Pick Up _____

FILED

1999 MAY 21 PM 1:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Aubrey Corporation of South Florida, Inc.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name and Address

The name of the corporation is **Aubrey Corporation of South Florida, Inc.**

The principal address of the corporation is 777 Marine Drive, Boca Raton, Florida 33431, and the mailing address of the corporation is the same.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The purpose for which the corporation is organized is to engage in the sale and installation of closet systems and any lawful activity under Florida law.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V

Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws. The initial Director is:

Andrew D. Kuperman
7876 Gardner Drive
Naples, Florida 34109

ARTICLE VI
Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII
Registered Office and Agent

The address of the initial registered office of the corporation is 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of its initial registered agent at such address is Naples-Lawdock, Inc. Sol Kuperman.

ARTICLE VIII
Incorporator

The name and address of the incorporator is Mark H. Muller, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103-3060.

Executed this 20th day of May, 1999.



Mark H. Muller, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 20th day of May, 1999 by Mark H. Muller, who is personally known to me and who did not take an oath.



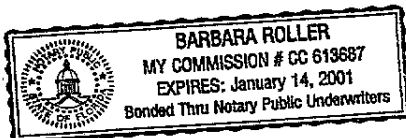
NOTARY PUBLIC (SEAL)

(Print name below)

Barbara Roller

Notary Public

My Commission Expires:




CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and Section 607.0501(3) of the Florida Business Corporation Act, the following is submitted:

1. That Aubrey Corporation of South Florida, Inc., desiring to organize under the laws of the State of Florida, has named Naples-Lawdock, Inc., located at Barnett Center, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, as its agent to accept service of process within Florida.

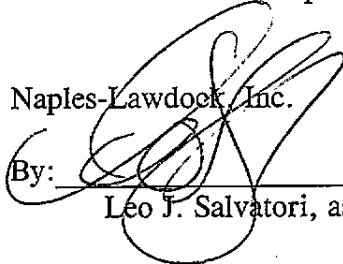
Dated: May 20, 1999



Mark H. Muller, Incorporator

2. That, 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; I am familiar with and accept the obligations of §607.0505 of the Florida Business Corporation Act and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: May 20, 1999

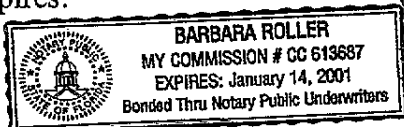
Naples-Lawdock, Inc.
By: 


Leo J. Salvatori, as Vice President

COUNTY OF COLLIER
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 20th day of May, 1999 by Leo J. Salvatori, as Vice President of Naples-Lawdock, Inc., who is personally known to me and who did not take an oath.

My Commission Expires:





NOTARY PUBLIC (SEAL)
(Print name below)
Barbara Roller

Notary Public