

TRANSMITTAL LETTER

P99000064943

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

SUBJECT: Diane Delea Interiors, Inc.
Florida Division of Corporations
(Proposed corporate name - must include suffix)

100002938431--9
-07/22/99--01034--014
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: ~~DELEA~~ Diane M. Delea
Name (Printed or typed)
10834 Monterey Woods Cove
Address
Fads Tennessee 38028
City, State & Zip
(901) 853-8756
Daytime Telephone number

APPROVED AND FILED
53 JUL 22 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99 JUL 22 PM 10:34

NOTE: Please provide the original and one copy of the articles.

7/22/99
[Signature]

ARTICLES OF INCORPORATION
FOR
DIANE DELEU INTERIORS, INC.

APPROVED
AND
FILED
69 JUL 22 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I.

Corporate Name

The name of this corporation is DIANE DELEU INTERIORS, INC.

Article II.

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of Ten Cents (\$.10) per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article V.

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be:

Bryan J. Kiefer, Esq.

36474 Emerald Coast Parkway,
Suite 4101
Destin, FL 32541

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

Article VIII.

Initial Directors

The name of the initial directors of this Corporation and their address is:

Diane DeLeu

36474 Emerald Coast Parkway,
Suite 4101
Destin, FL 32541

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

Article IX.

Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Diane DeLeu

36474 Emerald Coast Parkway,
Suite 4101
Destin, FL 32541

Article X.

Cumulative Voting

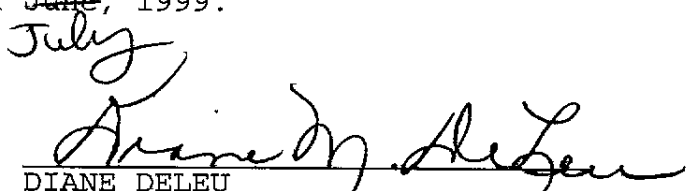
Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

Article XI.

Amendment

These Articles of Incorporation may be amended in the following 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 1st day of ~~June~~ ^{July}, 1999.


DIANE DELEU

STATE OF TN
COUNTY OF Shelby

I HEREBY CERTIFY that on this 1 day of ^{July}~~June~~, 1999, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared DIANE DELEU, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his/her free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

☒ To me personally known

Identified by Driver's License Number _____
issued by the State of _____

Jeanne M. Hamilton
Notary Public
Typed Name: JEANNE M. Hamilton
My Commission Expires:
Commission No.:

My Commission Expires Feb. 23, 2000

I, BRYAN J. KIEFER, ESQ., am hereby familiar with and accept the duties and responsibilities as Registered Agent for DIANE DELEU INTERIORS, INC.

B. J. Kiefer
BRYAN J. KIEFER, ESQ.
Registered Agent