

**CAPITAL CONNECTION, INC.**

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

**P99000102298**

Parman + Garand Fine Furniture  
Company

800003050698--6  
-11/22/99--01055--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Signature \_\_\_\_\_

Requested by: CM 11/22 9:18

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

- ☒ 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 \_\_\_\_\_

**FILED**  
99 NOV 23 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RECEIVED**  
99 NOV 22 AM 9:53  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*Handwritten:* 11-23-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 22, 1999

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET, STE. 1  
TALLAHASSEE, FL 32302

SUBJECT: PARMAN & GARAND FINE FURNITURE COMPANY  
Ref. Number: W99000026839

We have received your document for PARMAN & GARAND FINE FURNITURE COMPANY. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 399A00055845

**ARTICLES OF INCORPORATION**  
**OF**  
**PARMAN & GARAND FINE FURNITURE COMPANY**

**FILED**  
99 NOV 23 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the law of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**PARMAN & GARAND FINE FURNITURE COMPANY**

**ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The address of the principal office of this corporation shall be 1707-B N. Mills Avenue, Orlando, FL 32803 , and the mailing address of the corporation shall be the same.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the

directors, equivalent to or greater than the full par value of the shares.

#### **ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 1707-B N. Mills Avenue, Orlando, FL 32803, and name of the initial registered agent of the corporation at that address is Robert H. Parman.

#### **ARTICLE V. INCORPORATOR**

The name and stree address of the incorporator to these Articles of Incorporation:

Robert H. Parman  
1707-B N. Mills Avenue  
Orlando, Florida 32803

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### **ARTICLE VI. NATURE OF BUSINESS**

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

## **ARTICLE VII. TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE VIII. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors, initially. The names and addresses of the initial directors are:

### **NAME**

### **ADDRESS**

Robert H. Parman

1707-B N. Mills Avenue  
Orlando, Florida 32803

Philippe J. M. Garand

1707-B N. Mills Avenue  
Orlando, Florida 32803

## **ARTICLE IX. BYLAWS**

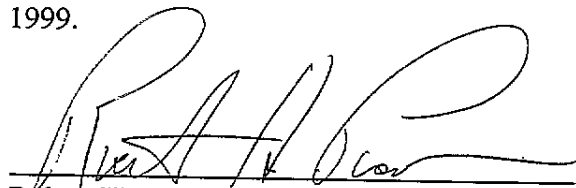
The power to adopt, alter, amend, or repeal the bylaws of this corporation shall be vested in the board of directors and the shareholders, except that (i) the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that these bylaws are not subject to amendment or repeal by the directors; and (ii) any amendment shall be in compliance with the laws of the State of Florida.

## **ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these

Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 18th day of November, 1999.

  
Robert H. Parman,  
Incorporator

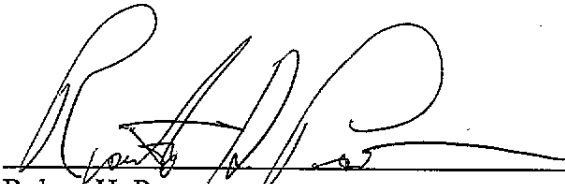
**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Parman & Garand Fine Furniture Company desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the Articles of Incorporation, at 1707-B N. Mills Avenue, Orlando, FL 32803, has named Robert H. Parman, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Robert H. Parman,  
Registered Agent

**FILED**  
99 NOV 23 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA