

P98000023794

Chamberlin Law Office, P.A.

G. Richard Chamberlin, Esquire
Attorney & Counselor-at-Law *

14950 South Highway 441
Summerfield, Florida 34491
Post Office Box 3370
Belleview, Florida 34421-3370
(352) 245-6044
(Facsimile) (352)-245-8155

G. Richard Chamberlin

March 10, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

700002455447--2
-03/12/98--01076--005
*****140.00 *****70.00

RE: Articles of Incorporation for profit,
Bargain & Treasures, Inc.

Dear Sir/Madame,

Enclosed please find the following:

- 1) Original and one (1) copy of Articles of Incorporation.
- 2) Check # 3440 in the amount of \$70.00 for filing of the corporation.
- 3) PLEASE NOTE, Registered Agent Acceptance is on Page Two of Articles printed in **BOLD**.

Thank you for your kind attention in this matter.

Sincerely,

G. Richard Chamberlin, Esq.

GRC/dll
Enclosures

FILED
98 MAR 12 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. Richard Chamberlin, Esquire

OB
3/13/98

**ARTICLES OF INCORPORATION
OF
BARGAIN & TREASURES, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLE I
NAME**

The name of the Corporation is:

BARGAIN & TREASURES, INC.

**ARTICLE II
DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 7,500 shares of Common Stock, One Dollar par value.

**ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of stockholders.

**ARTICLE VI
PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the corporations principal office is 17860 SE 109th Avenue,

FILED
98 MAR 12 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Summerfield, Florida 34491. The street address of the initial registered office of this Corporation is 14950 S. Highway 441, Summerfield, Florida 34420, and the name of the initial registered agent of this corporation at such address is G. Richard Chamberlin.

HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION FOR PROFIT AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

William D. Ayers
9275 SE Sunset Harbor Road
Summerfield, Florida 34491

and

Steve Ayers
10130 SE 106th Street
Belleview, Florida 34420-0000

ARTICLE VIII
INCORPORATORS

The name and address of the Corporation's incorporator is:

William D. Ayers
9275 SE Sunset Harbor Road
Summerfield, Florida 34491

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X
LIMITATION ON STOCKHOLDER SUITS

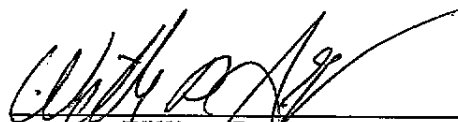
Stockholders shall not have a cause of action against the Corporation's Officers,

Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

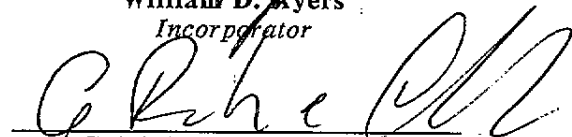
* * *

IN WITNESS WHEREOF, we have subscribed our names this 10th day of March, 1998.

Signed, Sealed & Delivered
In Our Presence



William D. Ayers
Incorporator



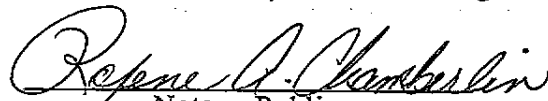
G. Richard Chamberlin
Registered Agent

FILED
98 MAR 12 AM 9:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA }
COUNTY OF MARION } ss.:

THE FOREGOING INSTRUMENT was acknowledged before me, on the 10th day of March, 1998, by William D. Ayers, and G. Richard Chamberlin, who are personally known to me tor who produced A620-9244-0213 as identification and who did/ did not take an oath.

illness expires 7-27-98



Notary Public

Roxene A. Chamberlin
Print Name

commission expiration:
commission No.:

