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Greg Lewis
KINGSWERE FURNITURE LLC
C/o Ashley Furniture – Finance Dept.
One Ashley Way
Arcadia, WI 54612

May 15, 2002

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-05/17/02--01038--004
***125.00 ***125.00

To Whom It May Concern:

Attached you will find the Certificate of Designation of Registered Agent and Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for KINGSWERE FURNITURE LLC. Please process our registration and return our Certificate of Registration / Registration Acknowledgment to me at the above address.

Thank You,



Greg Lewis

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. KINGSWERE FURNITURE LLC
(Name of foreign limited liability company)

2. Wisconsin
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 01-0681084
(FEI number, if applicable)

4. May 6, 2002
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Anticipated Date of First transaction (sale) is July 4, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. One Ashley Way
Arcadia, WI 54612
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Ashley Furniture Industries
One Ashley Way
Arcadia, WI 54612

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Retail Furniture Sales
By Ashley Furniture Industries Inc., member/manager
Rich Barclay CFO/Treasurer

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Rich Barclay
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

KINGSWERE FURNITURE LLC

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System
(Name)

1200 S. Pine Island Rd
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation, FL 33324
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 as provided for in Chapter 608, F.S.

Cathie Duel
(Signature)
Cathie Duel, Asst. Secy.

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

KINGSWERE FURNITURE LLC

is a domestic limited liability company organized under the laws of this state and that its date of organization is May 6, 2002.

I further certify that said company has not filed articles of dissolution with this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on May 9, 2002.

A handwritten signature in black ink, appearing to read 'Ray Allen'.

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

BY: A handwritten signature in black ink, appearing to read 'Cathy Mickelson'.