

W. HOWARD LAPORTE, Attorney at law

P000000082953

FILED

502 S. Ferdon Blvd.
Crestview, Florida 32536
(850)682-6224
Fax:

00 AUG 25 PM 3: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 22, 2000

Division of Corporation
Department of State
David E. Mann, Director
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

**RE: Nice-Val Furniture of Crestview, FL., Inc.
Articles of Incorporation**

Dear Mr. Mann:

300003372483--9
-08/25/00-01001-008
*****78.75 *****78.75

Enclosed you will find the original Articles of Incorporation on the above referenced incorporation, a copy to be certified, and a check in the amount of \$78.75.

Please file same and certify the copy for return to this office in the self-addressed stamped envelope.

Very truly yours,

HOWARD LAPORTE

W. HOWARD LaPORTE

Debbie *SAVE*

WHL/de

enclosures

*add principal
address*

PH 8/31/00

W-21282

FILED

00 AUG 25 PM 3: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION OF
NICE-VAL FURNITURE OF CRESTVIEW, FL., INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is NICE-VAL FURNITURE OF CRESTVIEW, FL., INC.

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To sale furniture and appliances to the general public.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trace or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

CAPITALIZATION

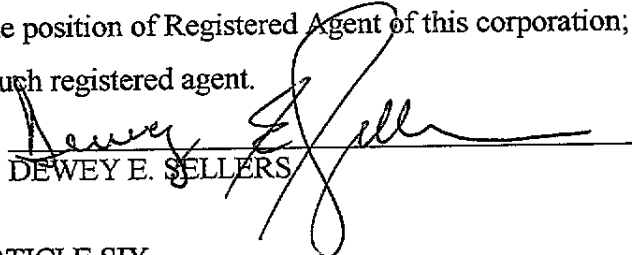
The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust a described in 26 U.S.C.A. 1371 defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLE FIVE
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 108 South Main Street, Crestview, Florida 32536, and the name of its initial registered agent at such address, is Dewey E. Sellers. The principal address is the same as the registered office.

I, Dewey E. Sellers, hereby accept the position of Registered Agent of this corporation; I am familiar with the duties and purpose of such registered agent.


DEWEY E. SELLERS

ARTICLE SIX
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Dewey E. Sellers	5094 Griffith Mill Road, Holt, FL 32564
Marion J. Sellers	5094 Griffith Mill Road, Holt, FL 32564
Michael L. Mills	380 John King Road, Crestview, FL 32539

ARTICLE SEVEN
OFFICERS

The name, title, and address of the initial officers of the corporation are:

Name	Title	Address
Dewey E. Sellers	President	5094 Griffith Mill Road, Holt, FL 32564
Marion J. Sellers	Vice-President	5094 Griffith Mill Road, Holt, FL 32564
Michael L. Mills	Secretary/Treasurer	380 John King Road, Crestview, FL 32539.

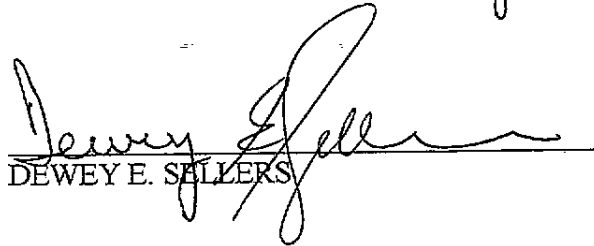
ARTICLE EIGHT
INCORPORATORS

FILED
00 AUG 25 PM 3: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of each incorporator is:

Name	Address
Dewey E. Sellers	5094 Griffith Mill Road, Baker, FL 32531

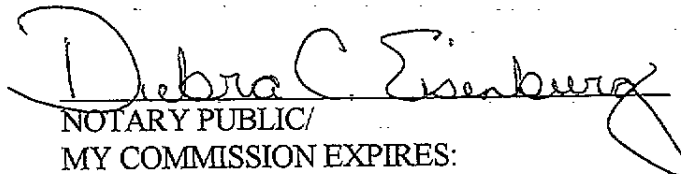
Executed by the undersigned at Crestview, Okaloosa County, Florida, on August 17,
2000.


DEWEY E. SELLERS

STATE OF FLORIDA
COUNTY OF OKALOOSA

I CERTIFY that on this date before me, Debra C. Eisenburg, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared DEWEY E. SELLERS, or who proved to my satisfaction that he is the person described in by producing ID _____ or who is personally known to me and who executed the foregoing instrument as incorporator of NICE-VAL FURNITURE OF CRESTVIEW, FL., INC., a corporation organized under the laws of Florida and the registered agent of same. He acknowledged before me that he executed the foregoing instrument as such incorporator and registered agent.

Executed and sealed by me at Crestview, Florida on August 17
2000.


NOTARY PUBLIC/
MY COMMISSION EXPIRES:

Prepared by:
W. HOWARD LAPORTE, ESQUIRE
ATTORNEY AT LAW
502 S. Ferdon Blvd.
Crestview, Florida 32536
Telephone: (850) 682-6224

NOTARY PUBLIC - STATE OF FLORIDA
DEBRA C. EISENBURG
COMMISSION # CC652860
EXPIRES 6/3/2001
NOTARY PUBLIC R/ASA 1-888-NOTARY1