P0/08086847 August 20, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500004564365--2 -08/30/01--01063--023 ****122.58 *****78.75

Re: Second Chance Home Furnishings, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50

This represents the cost of the Filing Fees, Certified Copy of the Article of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Karen Gehle

2943 SW 3rd Terrace Okeechobee, Florida 34974

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ARTICLES OF INCORPORATION OF SECOND CHANCE HOME FURNISHINGS, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation is: Second Chance Home Furnishings, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1,000) of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and name of the Initial Registered Agent at that office is: Karen Gehle

The principal office of the corporation is: 2943 SW 3rd Terrace, Okeechobee, Florida 34974

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and addresses of the initial directors of the corporation are as follows:

Karen Gehle

Richard Gehle

84 Maple Street

84 Maple Street

Okeechobee, Florida 34974

Okeechobee, Florida 34974

The undersigned subscriber have executed these Articles of Incorporation this 16th Day of August, 2001.

Karen Gehle

Richard Gehle `

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF Second Chance Home Furnishings, Inc.



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

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 84 Maple Street, Okeechobee, Florida 34974 has named Karen Gehle is located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Karen Gehle