

PO100000 92832

TRANSMITTAL LETTER

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

SUBJECT: RUSTY'S APPLIANCE INC.

Enclosed is an original and one (1) copy of the Articles of
Incorporation and our check for \$ 78.75.

FROM:

RALPH E. DUNN
P.O. Box 9741
Pensacola, FL 32513

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
RUSTY'S APPLIANCE INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: RUSTY'S APPLIANCE INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 4300 A Hollywood Pensacola, FL (Mailing Address P.O. Box 9741, Pensacola, FL 32513)

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Five Hundred (500) Shares at One Hundred Dollars (\$100.00) per share.

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RALPH E. DUNN
4300 A Hollywood
Pensacola, FL

ARTICLE V INCORPORATORS

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

RALPH E. DUNN

8170 A Stonebrook

Pensacola, FL 32514

The undersigned incorporator has executed these Articles of
Incorporation this 19 day of Sept 2001.

Ralph E. Dunn
RALPH E. DUNN

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The Name of the corporation is: RUSTY'S APPLIANCE INC.
2. The name and address of the registered agent and office is:

RALPH E. DUNN

4300 A Hollywood (Mailing Address P.O. Box 9741, Pensacola, FL 32513)
Pensacola, FL

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Ralph E. Dunn

RALPH E. DUNN

Date: 9-19-01