

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P02000053344

Flemings International Inc

900005506128--6

-05/13/02--01024--019

*****70.00 *****70.00



Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

RECEIVED
02 MAY 13 AM 11:11
STATE OF FLORIDA
TALLAHASSEE

FILED
2002 MAY 14 PM 6:39
STATE OF FLORIDA
TALLAHASSEE

2544
W02-13784

Signature

Requested by:

LW 5/13

Name

Date

Time

Walk-In

Will Pick Up

5/14/02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
2002 MAY 14 PM 6:39

SECRETARY OF STATE
TALLAHASSEE FLORIDA

May 13, 2002

CAPITAL CONNECTION INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: FLEMING'S INTERNATIONAL, INC.
Ref. Number: W02000013786

We have received your document for FLEMING'S INTERNATIONAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 302A00030363

Corrected

RECEIVED
MAY 14 2002
TALLAHASSEE FLORIDA

02 MAY 14 PM 2:55

RECEIVED

ARTICLES OF INCORPORATION
OF
FLEMING'S FURNITURE MART, INC.

FILED

2002 MAY 14 PM 6:39

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is FLEMING'S FURNITURE MART, INC., and the principal address and principal place of business is 4820 PARK BOULEVARD, PINELLAS PARK, FLORIDA 33781.

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is c/o O'CONNOR & ASSOCIATES, 2240 Belleair Road, Suite 160, in the City of Clearwater, County of Pinellas, Florida 33764. The name of its registered agent at such address is PATRICK M. O'CONNOR, ESQUIRE.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000) and the par value of each of such shares is One Cent (\$0.01) amounting in the aggregate to One Hundred Dollars (\$100.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

NAME

MAILING ADDRESS

JACK OBERDING

4820 PARK BOULEVARD
PINELLAS PARK, FLORIDA 33781

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI - AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR

The incorporator is Patrick M. O'Connor, Esquire, whose mailing address is c/o O'CONNOR & ASSOCIATES, 2240 Belleair Road, Suite 160, Clearwater, Florida, 33764.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 10 day of MAY, 2002.

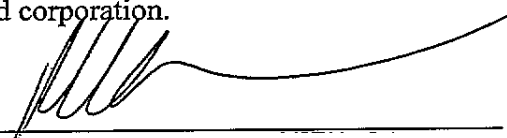
By: _____


Patrick M. O'Connor, Esquire
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: _____


Patrick M. O'Connor, Esquire
Registered Agent

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TALLAHASSEE FLORIDA