

**Electronic Articles of Incorporation
For**

P02000076939
FILED
July 15, 2002
Sec. Of State

PAYLESS FURNITURE WAREHOUSE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PAYLESS FURNITURE WAREHOUSE, INC.

Article II

The principal place of business address:

2450 NE MIAMI GARDENS DRIVE
2ND FLOOR
NORTH MIAMI BEACH, FL. 33180

The mailing address of the corporation is:

2450 NE MIAMI GARDENS DRIVE
2ND FLOOR
NORTH MIAMI BEACH, FL. 33180

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

JOSE SMITH
2450 NE MIAMI GARDENS DRIVE
2ND FLOOR
NORTH MIAMI BEACH, FL. 33162

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JOSE SMITH

Article VI

The name and address of the incorporator is:

OSCAR PILPEL
290 174 STREET
APT. 508
SUNNY ISLES BEACH, FL 33160

Incorporator Signature: OSCAR PILPEL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
OSCAR PILPEL
290 174 STREET, APT. 508
SUNNY ISLES BEACH, FL. 33160

Title: V
DAWN S PILPEL
290 174 STREET, APT. 508
SUNNY ISLES BEACH, FL. 33160

Title: ST
SHAYNE N PILPEL
290 174 STREET, APT. 508
SUNNY ISLES BEACH, FL. 33160