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SECRETARY OF STATE
TALLAHASSIE FLORIDA

Dillon & Dillon, P.A.

Attorneys at Law

6200 South Tamiami Trail Sarasota, Florida 34231 dilloncdlaw@msn.com

Carrol F. Dillon Terry L. Dillon (941) 922-3505 Fax (941) 925-8250

January 20, 2005

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

RE: Badger Bob's Appliances, Inc.

To Whom It May Concern:

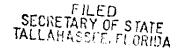
Enclosed please find the Articles of Incorporation for Badger Bob's Appliances, Inc.. After the Articles have been filed, please return a certified copy to my office. I have enclosed a check in the sum of \$78.75 representing the filing fee for said corporation. Thank you.

Very truly yours,

TERRY L. DILLON

TLD:fdd

Enclosures



ARTICLES OF INCORPORATION

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OF

BADGER BOB'S APPLIANCES, INC.

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

ARTICLE I

Name

The name of the corporation is Badger Bob's Appliances, Inc.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by the corporation is to engage in the general business of appliance sales and purchases, rentals, repairs, maintenance, to maintain a service and repair department for appliances, to engage in the service of all types and descriptions, including the purchasing and sales of supplies and appliances at wholesale or retail, and to carry on and conduct any business incidental thereto.

To operate, manage and engage in any business not prohibited by Florida law and to do any and all things authorized to be performed by corporations under the corporation law of the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Thousand (5,000) shares of common stock at the par value of One Dollar (\$1.00) per share.

Articles of Incorporation Page Two

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Address

The initial address of the principal office of this corporation in the State of Florida is 5650 Swift Road, Sarasota, Florida 34231. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

Directors

The initial Board of Directors shall consist of two (2) directors. Said number may be increased or diminished from time to time by the By-Laws adopted by the corporation.

Articles of Incorporation Page Three

ARTICLE VIII

Initial Directors

| Name | Address |
|-----------------|---------------------------------------|
| MARK A. THEILER | 5650 Swift Road Sarasota, FL 34231 |
| ROGERT G. BURG | 5650 Swift Road Sarasota, FL 34231 |

ARTICLE IX

Subscribers

The names and post office addresses of the subscribers to these Articles of Incorporation and the number of shares subscribed by said subscribers are as follows:

| Name | Address | Share |
|-----------------|---------------------------------------|-------|
| MARK A. THEILER | 5650 Swift Road Sarasota, FL 34231 | 250 |
| ROBERT G. BURG | 5650 Swift Road Sarasota, FL 34231 | 250 |

ARTICLE IX

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board to the Articles of Incorporation Page Four

stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

MARK A. THEILER

ROBERT G. BURG

STATE OF FLORIDA

COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared MARK A. THEILER and ROBERT G. BURG, who are personally known to me to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above on this day of January, 2005.

NOTARY PUBLIC

My Commission Expires:

Felicia D. Dillon Commission # DD359450 Expires December 26, 2008

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First -- that BADGER BOB'S APPLIANCES, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of North Port, County of Sarasota, State of Florida, has named MARK A. THEILER located at 5650 Swift Road, Sarasota, Florida 34231, as its agent to accept service of process within this state.

ACKNOWLEDGMENT (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

MARK A. THEILER, Registered Agent

TALLAPASSEE LORDA