

2/2/95  
**P95000009333**

Charter Number Only

**FRANK BENSIECK**  
Requestor's Name  
**Florida Park Dr. South #1**  
Address  
**Palm Coast FL 32135**  
City State ZIP Phone

VALIDATION ONLY

8000001387826  
-02/03/95--01031--013  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

**FURNITURE DIRECT INC.**

FILED  
95 FEB -3 PM 2 26  
RECEIVED  
95 FEB -3 PM 10:22  
TALAMON, FLORIDA  
DIVISION OF CORPORATION



MPIRE Toll Free: 1-800-432-3028

- |                                                    |                                          |                                                     |
|----------------------------------------------------|------------------------------------------|-----------------------------------------------------|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 |                                          |                                                     |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|                                                    |                                          | <input type="checkbox"/> Mail Out                   |

Name
Availability
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Verifier
Acknowledgment
W.P. Verifier

**CERTIFIED COPY**

H. SIMS FEB - 3 1995

ARTICLES OF INCORPORATION

OF

Furniture Direct Inc

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

ARTICLE I. NAME

The name of the corporation is:

Furniture Direct Inc.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 (FIVE HUNDRED) shares of common stock having a nominal or par value of \$1.00 (ONE DOLLAR AND NO CENTS) per share.

ARTICLE IV. INITIAL STOCK

The amount of capital with which this corporation will begin business is \$500.00 (FIVE HUNDRED DOLLARS).

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial street address of the principal office of the corporation in the State of Florida is:

1 Florida Park Drive, Suite 1  
Palm Coast, Florida 32137

The name of the registered agent is:

Frank Bensieck

whose address is:

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CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

1 Florida Park Drive, Suite 1  
Palm Coast, Florida 32137

The Board of Directors may, from time to time, move the principal office to any other address within the State of Florida.

#### ARTICLE VII. DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by By-laws, adopted by the stockholders, but shall never be less than one (1).

#### ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the members of the Board of Directors are:

Frank Bensieck  
1 Florida Park Drive, Suite 1  
Palm Coast, Florida 32137

The above named Directors shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified.

#### ARTICLE IX. OFFICERS

The initial officers of this corporation are to serve until the first election under these Articles of Incorporation. Their names and residences are:

Frank Bensieck  
1 Florida Park Drive, Suite 1  
Palm Coast, Florida 32137  
President

#### ARTICLE X. SUBSCRIBERS

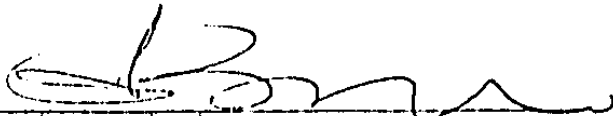
The names and street addresses of the subscribers of these Articles of Incorporation are:

Frank Bensieck  
1 Florida Park Drive, Suite 1  
Palm Coast, Florida 32137

#### ARTICLE XI. AMENDMENT

These articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a Stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all of the

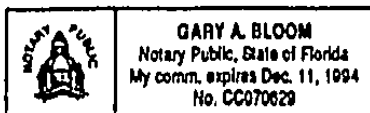
stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made

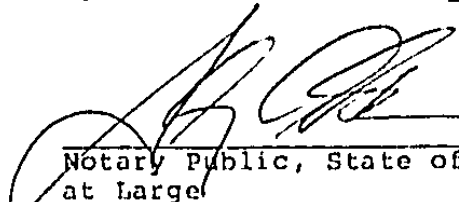
  
Frank Benseck

STATE OF FLORIDA  
COUNTY OF FLAVER

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized and empowered to take acknowledgments and administer oaths in the State and County aforesaid, personally appeared Frank Benseck, who is known to me or who produced \_\_\_\_\_ as identification and who did ~~(not)~~ take an oath and is the subscriber to these Articles of Incorporation

Sept, 1994 WITNESS my hand and my official seal this 19 day of



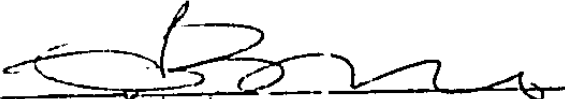
  
Notary Public, State of Florida  
at Large  
My commission expires:

CERTIFICATE

Pursuant to Section 48 091, Florida Statutes, the following is submitted in compliance with said Act:

1. Furniture Direct Inc., desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation, at the City of Palm Coast, Florida 32137, has named Frank Bensieck located at the address of 1 Florida Park Drive, Suite 1, Palm Coast, Florida 32137, as its agent to accept service of process within the State of Florida.

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

  
Frank Bensieck

FILED  
95 FEB -3 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA