

P95000022755

March 16, 1995

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

FILED
1995 MAR 20 PM 12:00
TALLAHASSEE, FLORIDA

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of: **FACTORY FURNITURE WAREHOUSE, INC.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as: **FACTORY FURNITURE WAREHOUSE, INC.** is appreciated.

Respectfully,

James Wamboldt

James Wamboldt
4341 W. Okeechobee Blvd.
West Palm Beach, Florida 33409

FILED
1995 MAR 20 PM 12:00
TALLAHASSEE, FLORIDA
70.00

JB 3/21/95

ARTICLES OF INCORPORATION
OF
FACTORY FURNITURE WAREHOUSE, INC.

FILED

1935 MAR 20 PM 12:00

TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is: **FACTORY FURNITURE WAREHOUSE, INC.** The principle address of the corporation is: 4341 W. Okeechobee Blvd., W. Palm Beach, Florida 33409.

ARTICLE TWO

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

This corporation is authorized to issue 200 shares of No Par Value Common Stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE FIVE

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

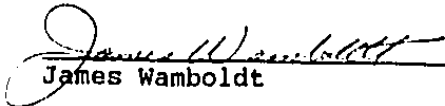
ARTICLE SIX

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE SEVEN

The street address and mailing address of the initial principal registered office is: 4341 W. Okeechobee Blvd., West Palm Beach, Florida 33409 and the name of its initial registered agent of this corporation is: James Wamboldt.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


James Wamboldt

FILED
MAR 20 PM 12:00
PALM BEACH, FLORIDA

ARTICLE EIGHT

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the

shareholders. The name and address of the initial director of this corporation is:

Name	Mailing Address
James Wamboldt	14933 Paddock Drive, W. Palm Beach, Fl. 33414
Paul Brassington	4341 W. Okoachobee Blvd., W. Palm Bch, Fl. 33409

ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE TEN

The name and address of the incorporator for this corporation is:

JAMES WAMBOLDT
14933 Paddock Drive
West Palm Beach, Florida 33414


Incorporator: James Wamboldt

ARTICLE ELEVEN

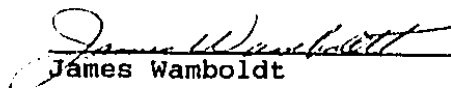
No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so

interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of March, 1995.


James Wamboldt

P95000022735

Paralegal Associates
Requestor's Name

332 W. Bonyon Beach Blvd, Suite 4
Address

Bonyon Beach, FL 33455
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #) **100001716381**
-02/15/96--01110--007
*******35.00 *****35.00**

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

SH FEB 14 1996

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
56 FEB 12 PM 2:15

RECEIVED
56 FEB 12 PM 4:26
DIVISION OF CORPORATIONS

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is FACTORY FURNITURE WAREHOUSE, INC.

SECOND: The articles of incorporation were filed on March 20, 1995.

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☐ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 3rd day of JANUARY, 19 96.

Signature _____

(By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

James Wamboldt

(Typed or printed name)

President

(Title)

96 FEB 12 PM 2:15

SECRET
NO FORN DISSEM
UNCLASSIFIED