

1201 HAYS STREET
TALLAHASSEE, FL 32304
(904) 222-9171
FEDERAL SALES TAX

800-342-8086



ACCOUNT NO.: 072100000032

REFERENCE : 587665 9511A

AUTHORIZATION

COST LIMIT : \$ 122.50

ORDER DATE : May 1, 1995

ORDER TIME : 9:35 AM

ORDER NO. : 587665

900001469259

CUSTOMER NO: 9511A

CUSTOMER: Ms. Sarah Dennis
GAYNOR DECKER YOUNG MALCHON
DICKSON SCHUMAKER & BERNSTEIN
Suite 1700
150 Second Avenue North
St. Petersburg, FL 33701

DOMESTIC FILING

NAME: BACK DOOR ANTIQUES, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned
Sebrina

EXAMINER'S INITIALS:

T. BROWN MAY - 2 1995

FILED
95 MAY -1 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BACK DOOR ANTIQUES, INC.

FILED
95 MAY -1 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is BACK DOOR ANTIQUES, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 596 North Indian Rocks Road, Belleair Bluffs, Florida 34640.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the 1st day of May, 1995.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Two Thousand (2,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are JOSEPH W. GAYNOR, ESQUIRE, 150 Second Avenue North, Suite 1700, St. Petersburg, Florida 33701.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are JUDY GAYNOR, whose address is 596 North Indian Rocks Road, Belleair Bluffs, Florida 34640 and SUSAN MCKAY, whose address is 596 North Indian Rocks Road, Belleair Bluffs, Florida 34640.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are JOSEPH W. GAYNOR, 150 Second Avenue N., 17th Floor, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

PREEMPTIVE RIGHTS

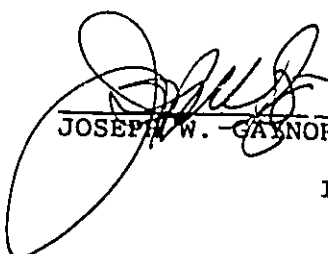
Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XII.

LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or Bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contract.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 28th day of April, 1995.

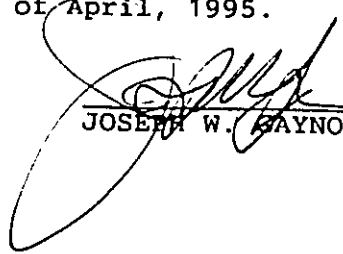

JOSEPH W. GAYNOR

INCORPORATOR

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 28th day of April, 1995.


JOSEPH W. GAYNOR

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