

*Glenn T. Shelby*  
Attorney at Law  
Certified Circuit Court Mediator

May 26, 1995

Mailing Address:  
P.O. Box 3225  
Lakeland, FL 33802

State  
Corporations

FL 32314

RE: Broke and Poor Surplus of Plant  
City, Inc.

please find a check in the amount of \$70.00 for  
Articles of Incorporation.

u very much.

Sincerely,

*Glenn T. Shelby*  
GLENN T. SHELBY

(2)

95 MAY 30 PM 3:46

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-05/30/95--01062--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

ARTICLES OF INCORPORATION

OF

BROKE AND POOR SURPLUS OF PLANT CITY, INC.

ARTICLE ONE  
NAME

The name of the corporation is BROKE AND POOR SURPLUS OF PLANT CITY, INC.

ARTICLE TWO  
CORPORATE DURATION

The duration of the corporation is perpetual from the date of incorporation.

ARTICLE THREE  
PURPOSES

The general purposes for which the corporation organized are:

1. To operate, own, lease, rent, manage, and otherwise conduct the business of, the wholesale and retail sales of new and/or used building materials.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR  
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one hundred. Such shares shall be of a single class, and shall be without par value.

ARTICLE FIVE  
REGISTERED OFFICE AND AGENT AND BUSINESS ADDRESS

The street address of the initial registered office of the corporation is 2670 Hwy. 92 E, Plant City, FL 33566 and the name of the initial registered agent at such address is Donald F. Brock. The business address is 2670 Hwy. 92 E, Plant City, FL 33566. The mailing address is P.O. Box 2391, Plant City, Florida 33566.

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ARTICLE SIX  
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two, although the corporation is authorized to have five directors. The names and addresses of the persons who are to serve as members of the board of directors are:

Donald F. Brock  
P.O. Box 2391  
Plant City, FL 33566

President/Treasurer/Director

Sandra Joyce Brock  
P.O. Box 2391  
Plant City, FL 33566

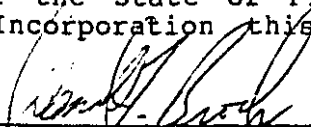
Vice President/Secretary/  
Director

ARTICLE SEVEN  
INCORPORATOR

The name and address of the incorporator is:

Donald F. Brock  
P.O. Box 2391  
Plant City, FL 33566

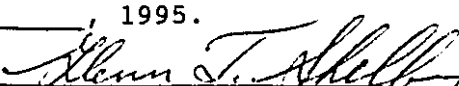
In witness whereof, for the purpose of forming this corporation under the laws of the State of Florida, I, have executed these Articles of Incorporation this 25th day of May, 1995.

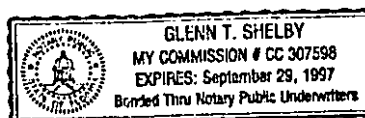
  
DONALD F. BROCK, PRESIDENT

STATE OF FLORIDA  
COUNTY OF POLK

I hereby certify that on this day before me the undersigned authority, personally appeared Donald F. Brock, who produced a driver's license for identification and who did not take an oath, and who executed the foregoing instrument and acknowledged before me that he executed the same.

Witness my hand and seal in the above mentioned county and state this 25th day of May, 1995.

  
GLENN T. SHELBY, NOTARY PUBLIC  
MY COMMISSION EXPIRES:

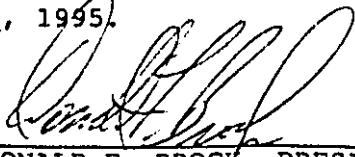


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA  
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:

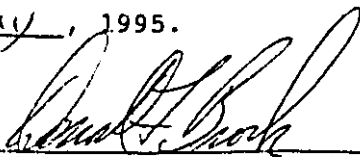
BROKE AND POOR SURPLUS OF PLANT CITY, INC., with its place of business at 2670 Hwy. 92 E., Plant City, FL 33566 has named Donald F. Brock located at 2670 Hwy. 92 E., Plant City, FL 33566, as its agent to accept service of process within the State of Florida.

Dated this 25th day of May, 1995.

  
DONALD F. BROCK, PRESIDENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated this 25th day of May, 1995.

  
DONALD F. BROCK, REGISTERED AGENT

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