

(SAMPLE LETTER OF TRANSMITTAL)

P95000058166
Date JUNE 18, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: SURPLUS INTERNATIONAL, Inc.
(name of corporation)

400001519784
-06/21/95--01092--016
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

JOHN C. HAWES
(individual's name)

SURPLUS INTERNATIONAL, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
3700 DANA SHORES DR.		
TAMPA, FLORIDA 33634		
PHONE		
(813) 884 - 7500		
Area Code	Number	Ext.

FILED
55 JUL 27 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-12697
502, 613, 524
see Art. V

Dmc
7-27-95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1995

JOHN C. HAWRSK
3700 DANA SHORES DR.
TAMPA, FL 33634

SUBJECT: SURPLUS INTERNATIONAL, INC.
Ref. Number: W95000012897

We have received your document for SURPLUS INTERNATIONAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please see article V.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6970.

AMANDA HERRING
Document Specialist

Letter Number: 095A00030997

ARTICLES OF INCORPORATION

of

SURPLUS LIQUIDATORS INTERNATIONAL, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SURPLUS LIQUIDATORS INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1,000.) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>JOHN C. HAWRSK</u>		
ADDRESS	<u>3700 DANA SHORES DRIVE</u>		
CITY	<u>TAMPA</u>	FLORIDA	<u>FLORIDA</u> ZIP <u>33634</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>JOHN C. HAWRSK / SURPLUS LIQUIDATORS INTERNATIONAL, INC.</u>		
ADDRESS	<u>3700 DANA SHORES DRIVE</u>		
CITY	<u>TAMPA</u>	FLORIDA	<u>FLORIDA</u> ZIP <u>33634</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JOHN C. HAWRSK</u>		
ADDRESS	<u>3700 DANA SHORES DRIVE</u>		
CITY	<u>TAMPA</u>	STATE	<u>FLORIDA</u> ZIP <u>33634</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>JOHN C. HAWRSK</u>		
ADDRESS	<u>3700 DANA SHORES DRIVE</u>		
CITY	<u>TAMPA</u>	STATE	<u>FLORIDA</u> ZIP <u>33634</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 18 day of JUNE, 19 95.

John C. Hawrsk (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED

CERTIFICATE OF REGISTERED AGENT
OF

95 JUL 27 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SURPLUS LIQUIDATORS INTERNATIONAL, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3700 DANA SHORES DRIVE
TAMPA, FLORIDA 33634

has named JOHN C. HAWRSK

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

John C. Hawrsk
(registered agent)