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A-1 FURNITURE OF LEE COUNTY, INC. 2704 Del Prado Blvd. Cape Coral, FL 33904 (941) 772-5900

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

Ro: A-1 FURNITURE of LEE COUNTY, INC.

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for A-1 FURNITURE of LEE COUNTY, INC., along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

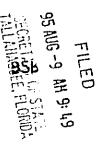
Also enclosed is a photocopy of the Articles. Please return to me with the filing date stamped on it.

Thank You,

COREE A. GRAHAM

Enclosures

AUG 1 0 1995



ARTICLES OF INCORPORATION OF A-1 FURNITURE of LEE COUNTY, INC.

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ARTICLE I. NAME

The name of this corporation shall be A-1 FURNITURE of LEE COUNTY, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department Of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 shares of Common Stock, with a par value of \$1.00 per share of common stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered

or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be four. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

COREE A. GRAHAM 2704 Del Prado Blvd. Cape Coral, FL 33904

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 2704 Del Prado Blvd., Cape Coral, FL 33904.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: COREE A. GRAHAM.

ARTICLE X. INCORPORATOR

The name and address of the individuals who shall serve as this corporation's incorporator are: COREE Λ . GRAHAM, 2704 Del Prado Blvd., Cape Coral, FL 33904.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

COREE A. GRAHAM - Incorporator

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provintions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

- The name of the corporation is A-1 FURNITURE 1. of LEE COUNTY, INC.
- The name and address of the registered agent and office of the corporation is: COREE A. GRAHAM, 27040 Del Prado Blvd., Cape Coral, FL 33904.

Dated this 7" day of Mayot, 1995.

A-1 FURNITURE of LEE COUNTY, INC.

COREE A. GRAHAM President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN I FURTHER AGREE TO COMPLY WITH THE THIS CAPACITY. PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED THIS 1 TH DAY OF MUNICO, 1995.

COREE A. GRAHAM Registered Agent