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PLEASE REPLY TO TAMPA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 AUG 11
11:24:43

August 10, 1995

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100001558371
-08/11/95--01043--003
****122.50 ****122.50

Re: Incorporation of Direct Liquidation Co.

Dear Sir or Madam:

Please find enclosed the following documents with regard to the above corporation:

1. The original and one copy of the Articles of Incorporation for the above-named corporation - the original for filing with the State, and the other for certification and return to our office;

2. An original and one copy of the Certificate Designating Registered Agent for the above-named corporation; and

3. Smith, Williams & Bowles, P.A. checks made payable to the Secretary of State in the amount of \$122.50 each to cover the following costs:

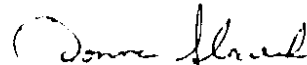
a.	Filing Fee	\$ 35.00
b.	Certified Copy	52.50
c.	Registered Agent Designation	<u>35.00</u>
	Total:	\$122.50

8/14/95

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Thank you for your assistance in this matter. Should you have any questions please give me a call.

Sincerely,



Donna Slavik
Assistant to Neal A. Sivyer

/ds
Enc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF

DIRECT LIQUIDATION CO.

ARTICLE I
NAME

The name of the Corporation is Direct Liquidation Co. The address of the corporation is 4714 San Miguel St., Tampa, Fl. 33629.

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; and to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

**ARTICLE V
PRE-EMPTIVE RIGHTS**

Every Shareholder, upon the sale for cash of any new stock of the 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 price at which it is offered to others.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 712 S. Oregon Ave., Tampa, Fl. 33606, and the name of the initial Registered Agent of the Corporation at that address is Neal A. Sivyver.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have three Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of the Corporation are:

Victor Cucuz 4714 San Miguel St. Tampa, Fl. 33629

John Cannon 3801 East Bay Dr., Unit 209., Tampa, Fl. 34217

John Eric Cannon 3801 East Bay Dr., Unit 209., Tampa, Fl. 34217

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:
Neal A. Sivyver, 712 S. Oregon Avenue, Tampa, Fl. 33629.

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XI
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of August, 1995.



Neal A. Sivy
SUBSCRIBER

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Neal A. Sivy, known to me and known by me to be the person who executed the foregoing ARTICLES OF INCORPORATION of Direct Liquidation, Co., and he acknowledged before me that he executed those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 10th day of August, 1995.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



DONNA M. SLAVIK
My Comm Exp. 10/04/98
Bonded By Service Inc
No. CC410054
A. Personnel & Court ... 1106.

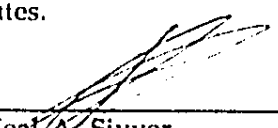
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SECRETARY OF STATE
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CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That Direct Liquidation Co., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Certificate of Incorporation, at 4714 San Miguel Street, Tampa, FL 33629 has named Neal A. Sivyver, 712 S. Oregon Ave., Tampa, FL 33606, as its agent to accept service of process within this State.

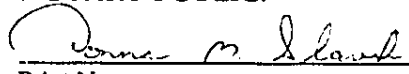
ACKNOWLEDGEMENT: Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

By: 
Neal A. Sivyver
REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10th day of August, 1995, by Neal A. Sivyver, as Registered Agent of Direct Liquidation Co., a Florida not-for-profit/profit corporation, for and on behalf of the corporation. He is personally known to me or has produced _____ as identification and did take an oath.

NOTARY PUBLIC:


Print Name: _____
STATE OF FLORIDA
AT LARGE (Seal)



DONNA M. SLAVIK
My Comm Exp. 10/04/98
Bonded By Service Ins
No. CC410054
☒ Personally Known ☐ Other I.D.

My Commission expires: