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OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
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4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials

SMS
9/15/95

**ARTICLES OF INCORPORATION
OF
P.J.'s APPLIANCE DEPOT, INC.**

The Undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE ONE
CORPORATE NAME**

The name of this corporation is P.J.'s APPLIANCE DEPOT, INC.

**ARTICLE TWO
DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law. The commencement of corporate existence of this corporation shall be on the date these Articles are filed by the Department of State.

**ARTICLE THREE
PURPOSE**

The general nature of the business and the object and purposes proposed to be transacted and carried on, are to do any and all things hereinafter mentioned, as fully and as to the same extent as natural persons might or could do, via:

- A. To originate, market and provide a retail outlet of new and used residential and commercial small and major appliances, air conditioners, both window and central systems, electronics and household merchandise. Merchandise sold will include, but not be limited to, air conditioning equipment, window and wall A/C's, central HVAC, refrigeration equipment, ovens and ranges, dishwashers, microwaves, washers and dryers, disposals, water filters, A/C filters, air cleaners, ventilation systems, ice making equipment and electronic systems.
- B. To install and service residential and commercial small and major appliances, refrigeration/air conditioning systems and electronics.
- C. To buy, acquire, hold, use, employ, mortgage, convey, lease and dispose of patent rights, letters patent, , processes, devices, inventions, trademarks, formulas, good will and other rights, to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property, or any interest or rights therein, without a limit as to the amount; lend money on notes secured by mortgage and real estate and real property, and to make advances from time to time on notes secured by mortgage for future advance on real estate; but nothing herein set forth shall give or be construed to give said corporation any banking powers.

- D. To acquire and carry on all or any part of the business or property of any company engaged in a business similar to that authorized to be conducted by this Company, or with which this Company is authorized under the Laws of this State to consolidate, or whose stock the Company, under the laws of this State and the provisions of this Certificate, is authorized to purchase and to undertake in conjunction therewith, any liabilities of any person, firm, association or company described as afore said, possessed of property suitable for any of the purposes of this Company or for carrying on any business which this Company is authorized to conduct, and as the consideration for the same, to pay cash or to issue shares, stocks or obligations of this Company.
- E. Subject to the limitations herein prescribed and the statutes of this State, to purchase, subscribe for or otherwise acquire and to hold the shares, stocks or obligations of any company organized under the Laws of this State or of any other State, or of any territory of the United States, or of any Foreign Country (except moneyed or transportation or banking or insurance corporations) and to sell or exchange the same, or upon the distribution of assets or dividends or profits, to distribute any such shares, stocks or obligation or proceeds thereof among the stockholders of this company.
- F. Subject to the limitations herein prescribed and the requirements of the statutes of this State, to borrow or raise money for the purpose of this Company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property, corporeal and incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes, or other obligations or negotiable instruments.
- G. Subject to the limitations herein prescribed and the requirements of the statutes of this State, to guarantee the payment of dividends or interest on any Shares, Stock debentures or other securities issued by, or any other contract or obligation of, any corporation described as aforesaid, whenever proper or necessary for the business of the company and provided the required authority be first obtained for that purpose and always subject to the limitations herein prescribed.
- H. And further, to do and perform and cause to be done and performed, each, any and all of the acts and things above enumerated and any and all other acts and things insofar as the same may be incidental to or included in any or all of the general powers given, always provided the grant of the foregoing enumerated powers is upon the express condition precedent, that the various powers above enumerated shall be exercised by said company only in case the same are authorized to be exercised by the acts above recited, under which said company is organized, and the same shall be exercised by same company only in the manner and to the extent that the same may be authorized to be exercised under the said acts above recited under which it was organized. The said corporation may perform any part of its business outside the State of Florida, in the other States or possessions of the United States and of foreign countries.

- I. Without in any particular way limiting any of the objects and powers of the corporation, it is expressly declared and provided that the corporation shall have the power in carrying on its business or for the purpose of accomplishment of any of the purposes, or attainment of any kind of the objects hereinabove mentioned, to make and perform contracts of any kind and description and do any and all other acts and things and to exercise any and all other powers, wither as principal, agent or broker, conferred by the Laws of Florida upon corporation formed under the acts herein above referred to, and which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by Law.

ARTICLE FOUR CAPITAL STOCK

The amount of total authorized capital stock of this corporation shall be 5,000 shares of common stock, at \$.01 par value each, and all such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. The said capital stock is being issued pursuant to Section 1244 of the Federal Internal Revenue Code.

ARTICLE FIVE PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this 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 may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The principal place of business of this corporation shall be 2532 Okeechobee Blvd., West Palm Beach, FL, 33409, with the privilege of having branch offices at any other place, and the Registered Agent and the initial registered office for service shall be:

Paul E. Jeter Sr. 1271 Slash Pine Circle
West Palm Beach, FL, 33409

ARTICLE SEVEN INITIAL BOARD OF DIRECTORS

This corporation shall have two (1) directors initially; the number of directors may be either increased or diminished from time to time by the By-Laws, but never shall be less than one. The officers of this corporation shall be president, vice-president, secretary, treasurer or assistants thereof.

The names and post office addresses of the initial Board of directors who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, are as follows:

Paul E. Jeter Sr. 1271 Slash Pine Circle
West Palm Beach, Fl., 33409

INCORPORATOR

The name and address of the incorporator is:

Paul E. Jeter Sr. 1271 Slash Pine Circle
West Palm Beach, Fl., 33409

ARTICLE NINE INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting after due notice given, by vote of the majority of the stock entitled to vote thereon and present at said meeting.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of September, 1995.

WITNESS:

Austen M. Zeno

Paul E. Jeter Sr.

Paul E. Jeter Sr. FID # 5360 685 49-126-0
126/97

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before ME, the undersigned authority, personally appeared PAUL E. JETER SR. to me known and known to me to be the person who executed the foregoing Articles of Incorporation for the uses and purposes therein contained.

WITNESS my hand and seal this 12 day of September, 1995, at
West Palm Beach, Palm Beach County, Florida.

Michelle Bradley
NOTARY PUBLIC



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

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

First - That P.J.'s Appliance Depot, Inc. desiring to organize under the laws of the State of Florida, with its principal office at 2532 Okeechobee Blvd., West Palm Beach, Fl., 33409, Palm Beach County, State of Florida, has named Paul E. Jeter Sr. located at 1271 Slash Pine Circle, West Palm Beach, County of Palm Beach, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Signature: Paul E Jeter
PAUL E. JETER SR.
Incorporator

Date: Sept. 12, 1995

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 provision of said Act relative to keeping open said office.

Signature: Paul E Jeter Sr
PAUL E. JETER SR.
Resident Agent

Date: Sept, 1995