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800-342-0086

**CSC networks**  
PROFESSIONAL  
TELECOMMUNICATIONS SERVICES

**P96000029633**

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 903590 4376832

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : April 3, 1996

ORDER TIME : 9:33 AM

ORDER NO. : 905590

CUSTOMER NO: 4376832

CUSTOMER: Ms. Teresa Hanson  
HUMPHREY & KNOTT

3rd Floor  
1625 Hendry Street  
Ft. Myers, FL 33901

RECEIVED  
TALLAHASSEE, FLORIDA  
APR 3 1996

DOMESTIC FILING

NAME: PRICE CUTTER SALVAGE  
LIQUIDATORS COMPANY

EFFECTIVE DATE:

XX        ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX        CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

*Dmc 4/4/96*

FILED  
96 APR -3 PM 2:55  
RECORDS & CLERK  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

96 APR -3 PM 2:56

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PRICE CUTTER SALVAGE LIQUIDATORS COMPANY

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME: The name of this corporation shall be PRICE CUTTER SALVAGE LIQUIDATORS COMPANY.

ARTICLE II.

ADDRESS: The mailing address of this corporation is 11440 Metro Parkway, Fort Myers, FL 33912.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI.

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation is: Garey F. Butler, Humphrey & Knott, P.A., 1625 Hendry Street, Suite 301, Fort Myers, FL 33901.

ARTICLE VII.

DIRECTORS: The initial Board of Directors shall consist of one (1) member, who need not be a resident of the State of Florida or shareholder of the corporation.

ARTICLE VIII.

INITIAL DIRECTORS: The name and address of the initial

director who shall hold office for the first year of existence of the corporation or until his successors have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Timothy T. Lynch	11440 Metro Parkway Fort Myers, FL 33912

ARTICLE IX.

INCORPORATORS: The names and addresses of the incorporator to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Timothy T. Lynch	11440 Metro Parkway Fort Myers, FL 33912

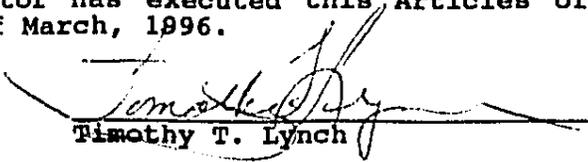
ARTICLE X.

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI.

AMENDMENT: 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 shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporator has executed this Articles of Incorporation this 21<sup>st</sup> day of March, 1996.

  
Timothy T. Lynch



P96000029633

**HUMPHREY & KNOTT**

JAMES T. HUMPHREY  
GEORGE H. KNOTT\*  
GEORGE L. CONNOR, JR.\*\*  
MARK A. KIRKLINE  
GAREY F. BUTLER  
THOMAS D. HAHT  
MARK A. HOROWITZ

\*Board Certified Civil Trial Lawyer  
\*\*Board Certified Real Estate Lawyer

PROFESSIONAL ASSOCIATION  
ATTORNEYS-AT-LAW

1000 HENDRY STREET (00001)  
P. O. BOX 2440  
FORT MYERS, FLORIDA 33902-2440

TELEPHONE (041) 334-2723

TELECOPIER (041) 334-1440

THOMAS H. PAULK, JR.  
MATTHEW D. UHLEN  
D. ANDREW HURT  
MICHELE H. NERI  
CHRISTIAN T. VAN HEEK

DIRECTOR OF ZONING AND  
LAND USE PLANNING  
MICHAEL R. HORDEN, AICP

July 10, 1997

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32311

Re: Articles of Amendment of the Articles of Incorporation of  
Price Cutter Salvage Liquidators Co.

Dear Sir or Madam:

900002236889--9  
-07/14/97--01041--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find an original and one copy of the Articles of Amendment of the Articles of Incorporation of Price Cutter Salvage Liquidators Co., along with a check in the amount of \$35.00 to cover the filing fee for same. Upon filing, please notify me by telephone and return the file stamped copy to me in the enclosed self-addressed, stamped envelope which I have provided.

Thank you in advance.

Sincerely,

HUMPHREY & KNOTT, P.A.

*Teresa A. Hanson*

Teresa A. Hanson  
Secretary to Garey F. Butler

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 14 AM 11:54  
*Amended*

JUL 16 1997

ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION

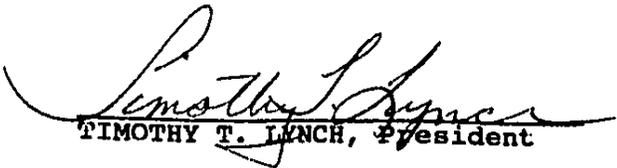
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 14 AM 11:54

Pursuant to the provisions of FSA § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation: Price Cutter Salvage Liquidators Company.
2. Article IV of the Articles of Incorporation is amended to read as follows:  

CAPITAL STOCK: This corporation is authorized to issue 500 shares of \$1.00 par value voting common stock, and 500 shares of \$1.00 par value non-voting common stock.
3. The date of adoption of the amendment was June 27, 1997.
4. This amendment was adopted by a vote of the shareholders sufficient for approval.
5. These amendments will be effective upon filing.

Date: June 27, 1997

  
TIMOTHY T. LYNCH, President