

PETER B. TIERNAN
Attorney-at-Law, P.A.

P.O. BOX 4413
MARGATE, FLORIDA 33003

March 30, 1996

P96000030765

TELEPHONE (305) 976-7162

Division of Corporations
Florida Department of State
409 E. Gaines St.
Tallahassee, FL 32301

Re: MONROE FURNITURE INDUSTRIES, INC.
Articles of Incorporation

Gentlemen:

Enclosed please find two duplicate originals of the Articles of Incorporation for the above described corporation.

I am also enclosing my law office check in the amount of \$122.50 which represents the following:

1. Filing Fee.....	\$35.00
2. Registered Agent.....	35.00
3. Certified Copy.....	52.50
	<u>\$122.50</u>

ENCLOSURE
P96000030765
****122.50****

Please see that these Articles are filed accordingly and forward the certified copy of same to this office at your earliest convenience.

Sincerely yours,



PETER B. TIERNAN, ESQ.

Encl.

Pmc
4/9/96

FILED
96 APR -3 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
MUNROE FURNITURE INDUSTRIES, INC.

FILED
96 APR -3 AM 11:23
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is MUNROE FURNITURE INDUSTRIES, INC.

ARTICLE II - Purpose

This corporation is organized for the following purposes:

- A. To own, operate and maintain a business dealing in the design and distribution of furniture.
- B. For the purpose of transacting any and all lawful business.

ARTICLE III - Capital Stock

This corporation is authorized to issue 5,000 shares of One (\$1.00) Dollar par value common stock.

ARTICLE IV - Initial Board of Directors

This corporation shall have one (1) Director 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 name and address of the initial Director of this corporation is:

ALLEN P. MUNROE

3676 NW 98th Terrace
Coral Springs, FL 33065

ARTICLE V - Initial Registered Office, Mailing Address and Agent

The initial registered office and mailing address of this corporation is 3676 N.W. 98th Terrace, Coral Springs, Florida 33065 and the name of the initial registered agent of this corporation at that office is ALLEN P. MUNROE.

ARTICLE VI - Incorporator

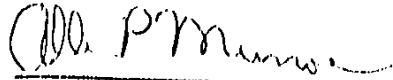
The name and address of the person signing these articles is:

ALLEN P. MUNROE

3676 NW 98th Terrace
Coral Springs, FL 33065

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles

of Incorporation this 30 day of March, 1996.



ALLEN P. MUNROE

STATE OF FLORIDA

COUNTY OF BROWARD

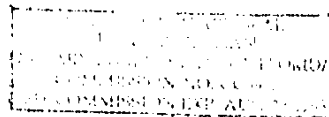
BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ALLEN P. MUNROE, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30 day of March, 1996.



NOTARY PUBLIC, State of Florida at
Large

My Commission Expires:



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

96 APR -3 AM 11:23

IN COMPLIANCE WITH SECTION 607.0501 FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT MUNROE FURNITURE INDUSTRIES, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA HEREBY DESIGNATES 3676 N.W. 98th Terrace
CITY OF Coral Springs, STATE OF FLORIDA, AS THE STREET ADDRESS
OF ITS INITIAL REGISTERED OFFICE AND NAMES ALLEN P. MUNROE
AS THE INITIAL REGISTERED AGENT OF THE
CORPORATION AT THAT ADDRESS.

SIGNATURE

Allen P. Munroe
CORPORATE OFFICER

TITLE

President

DATE

3/30/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERT-
IFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Allen P. Munroe
REGISTERED AGENT

3/30/96
DATE