# **GERALD WEINBERG, P.C.**

Attorneys at Law 90 State Street Albany, New York 12207

Gerald Weinberg Lawrence A. Kirsch Telephone (518) 463-2051 NYS (800) 342-9856 Facsimile (518) 463-0079

9600035625

APRIL 23, 1996

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 Re: FACTORY FURNITURE REPAIR, INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

awance a. Kirch

Lawrence A. Kirsch

#R 24 99 1:

21. .....

#### ARTICLES OF INCORPORATION

#### FACTORY FURNITURE REPAIR, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I NAME

The name of the corporation is FACTORY FURNITURE REPAIR, INC.

### ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

### ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

### ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected, is:

William Schulman 220 North Federal Highway Pompano Beach, Florida 33062

## ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

220 North Federal Highway Pompano, Florida 33062

#### ARTICLE VII INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Kathorine E. Mitchell 90 State Street Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of April, 1996.

KATHERINE E. MITCHELL

STATE OF NEW YORK) COUNTY OF ALBANY ) SS.:

The foregoing instrument was acknowledged and sworn to me before this 23rd day of April. 1996 by the incorporator of FACTORY FURNITURE REPAIR, INC.

Notary Public

My Commission Expires:

WENDY J. HENDERBON Notary Public, State of New York No. 01HE5031008 Qualified in Albany County Commission Expires July 28, 19\_1

# CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

en the training to

corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, 'n the State for Florida.		
1.	The name of the corporation is:FACTORY FURNITURE REPAIR. INC.	
2.	The name and address of the registered agent and office is: WILLIAM SCHULMAN	
	220 NORTH FEDERAL HIGHWAY POMPANO BEACH, FLORIDA 33062 (P. O. BOX NOT ACCEPTABLE)	
	(CITY/STATE/ZIP)  SIGNATURE (Corporate Officer)	
	DATE 4-18-96	
CO AG PR PE	VING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED RPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, ! HEREBY REE TO ACT IN THIS CAPACITY, AND ! FURTHER AGREE TO COMPLY WITH THE OVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE REPORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF CTION 607.325 FLORIDA STATUTES.	
	SIGNATURE (Registered Agent)	
	DATE	



# Professional Furniture Service Inc.

# **WOOD • BEDDING AND UPHOLBTERY REPAIRS**

P.O. BOX 967 • HEWLETT, LONG IBLAND, N.Y. 11887 PHONES: (816) 893-1020 • (748) 333-3480 • (204) 333-3482 OUT OF NY (800) 883-3352 • IN NY (800) 310-3352 FAX (816) 893-1049

P96000035625

DIVISION OF COFFORATIONS P.O. BOX 6327 TALLAHASSEE, FL. 32314 AUG. 27, 1997

In reference to Factory Furniture Repair, see enclosed check in the amount of \$43.75. Filing fee \$35.00 Certificate of Status \$ 8.75 If any questions please contact our office at: 516 599-1807 or at our address: P.O. BOX 267 HEWLETT, NY 11557

Sincerely,

Craig Ackerman

CEO

1000002202330--6 -03/02/37--01077--013 \*\*\*\*\*43.75 \*\*\*\*\*43.75

FILEU
I SEP-2 AMII: 23
ALLAHASSEE. FLORIDA

9-10-97

# ARTICLES OF DISSOLUTION

# FILE D 97 SEP -2 AMII: 23

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: FACTURY FURNIURE
	RECAIR INC
SECOND:	The date dissolution was authorized. 6/30/97
THIRD:	Adoption of Dissolution (CHECK ONE)
	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Diss	olution was approved by vote of the shareholders through voting groups.
	the following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
	(voting group)
Signe	d this $\frac{27}{27}$ day of $\frac{Aucost}{27}$ , 19 $\frac{97}{27}$ .
Signature _	(By the Chairman or Vice Chairman of the Board, President, or other officer)
	(Typed or printed name)
	C EO (Title)