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June 26, 1996

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-07/01/96--01012--012
****122.50 ****122.50

Re: Sharon 's Oreck Vacuum Center, Inc.

Dear Sir:

Enclosed please find the original and two copies of the Articles of Incorporation for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover your costs of filing the corporation.

I would appreciate your filing these Articles of Incorporation and mailing me a certified copy of same, together with a Certificate of Incorporation.

Thank you for your courtesies.

Very truly yours,

Joseph A. Murphy, III
Joseph A. Murphy, III

FILED
96 JUN 28 AM 9:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JAM/ks
encl.

7/13/96
TD

ARTICLES OF INCORPORATION
OF
SHARON'S ORECK VACUUM CENTER, INC.

FILED
95 JUN 28 AM 9:10
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator for the purposes of forming a business corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the corporation is SHARON'S ORECK VACUUM CENTER, INC.

ARTICLE TWO

The principal office of the corporation, the mailing address for the corporation, the street address of the corporation's initial registered office is:

1451 S.E. Sandia Drive
Port St. Lucie, FL 34983

ARTICLE THREE

The name of the registered agent at the above address is:

EDWARD A. HOPWOOD
1451 S.E. Sandia Drive
Port St. Lucie, FL 34983

ARTICLE FOUR

The corporation is authorized to issue 500 shares of common stock at \$1.00 par value. Initially there shall be only one class of stock. All of said stock shall be payable in cash, real or personal property, or labor in lieu of cash, at fair market value.

ARTICLE FIVE

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

ARTICLE SIX

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

ARTICLE SEVEN

The corporation shall handle retail vacuum cleaner sales and service.

ARTICLE EIGHT

The corporation shall initially have two directors which number may be increased or decreased from time to time by majority vote of the shareholders, but which may never be less than one.

ARTICLE NINE

The name and address of the individual who is the incorporator:

Edward A. Hopwood
1451 S.E. Sandia Drive
Port St. Lucie, FL 34983

ARTICLE TEN

The general officers and the names of the individuals who

shall initially serve in such offices are as follows:

President	Edward A. Hopwood
Vice-President	Ronald G. Bosch
Secretary	Edward A. Hopwood
Treasurer	Edward A. Hopwood

ARTICLE ELEVEN

The name and post office address of the subscribers to these Articles of Incorporation, the number of shares they agree to take and value of the consideration to be paid therefor is as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Edward A. Hopwood	1451 SE Sandia Dr. Port St. Lucie, FL 34983	60	\$60.00
Ronald G. Bosch	1451 SE Sandia Dr. Port St. Lucie, FL 34983	40	\$40.00

ARTICLE TWELVE

The By-Laws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the Board of Directors from time to time.

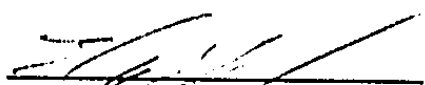
ARTICLE THIRTEEN

Meetings of the Shareholders, Board of Directors and Officers may be conducted, upon proper notice, by telephone or through facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

ARTICLE FOURTEEN

After incorporation, the corporation may adopt a plan agreeable to an consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provisions of the U.S. Internal Revenue Code.

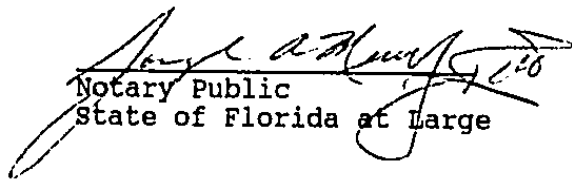
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 26 day of June, 1996.


EDWARD A. HOPWOOD

STATE OF FLORIDA)
)
COUNTY OF MARTIN)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared EDWARD A. HOPWOOD, personally known to me to be the person who executed the foregoing Articles of Incorporation and who identified himself by Florida Drivers License # H130-221-53-252-0 he acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct.

SWORN to and subscribed before me on this 26th day of June, 1996.


Notary Public
State of Florida at Large

My commission expires:



JOSEPH A MURPHY III
My Commission CC394224
Expires Jul. 20, 1998
Bonded by HAI
800-422-1555

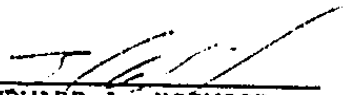
CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

First -- That SHARON'S ORECK VACUUM CENTER, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at City of
Port St. Lucie, County of St. Lucie, State of Florida has named
EDWARD A. HOPWOOD, 1451 S.E. Sandia Drive, Port St. Lucie, FL 34983
being in the County of St. Lucie, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT;

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.

By: 
EDWARD A. HOPWOOD
Registered Agent

Date: 6-26-96