

07-03-1996 17

305 305 7030

ACE INDUSTRIES/PRINTING COMP KIT

P.

7/3/96

FLORIDA DIVISION OF CORPORATIONS

9:17 AM

((H96000009256))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

84 NW 11TH ST

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32300

FAX: (804) 922-4000

CONTACT: LYNN FRIEDMAN

PHONE: (305) 305-2571

FAX: (305) 305-7030

MIAMI FL 33136-2890

((H96000009256))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BETTER USED FURNITURE OF PAPCO, INC.

FAX AUDIT NUMBER: H96000009256

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/03/1996

TIME REQUESTED: 09:57:29

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 070744001590

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000009256))

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>:

Menu: <Ctrl R-Shift>

2400 781

VT100

Online

FILED
96 JUL -3 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/3

DIVISION OF CORPORATIONS

96 JUL -3 AM 10:43

RECEIVED

07-03-1000 10110
07/02/1996 11:59

305 358 7832
352-598-2606

ACE INDUSTRIES/PRINTING CORP KIT
W J KIERZYNSKI CPA

P.02
PAGE 03

H96-04256

ARTICLES OF INCORPORATION
OF
BETTER USED FURNITURE OF PASCO, INC.

FILED
96 JUL -3 PM
SECRETARY OF
STATE
TALLAHASSEE, FL

I, THE UNDERSIGNED, HEREBY ORGANIZE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I - NAME AND PRINCIPAL OFFICE

THE NAME OF THE CORPORATION SHALL BE:

BETTER USED FURNITURE OF PASCO, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION SHALL BE:

12115 U.S. HIGHWAY 19
HUDSON, FLORIDA 34667

THE MAILING ADDRESS OF THE CORPORATION SHALL BE:

7371 SPRING HILL DRIVE
SPRING HILL, FLORIDA 34606

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III - PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,000 SHARES OF \$1.00 PAR VALUE COMMON STOCK, WHICH SHOULD BE DESIGNATED "COMMON SHARES".

ARTICLE V - CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION WILL BEGIN BUSINESS SHALL BE \$100.00.

H96-04256
ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33130
305-488-0871

87-83-1000 10:10
07/02/1996 11:09

305 358 7832
352-596-2856

ACE INDUSTRIES/PRINTING COMP KIT
M J KIERZYNSKI CPA

P.03
PAGE 04

H96-09256

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

12118 U.S. HIGHWAY 19
HUDSON, FLORIDA 34667

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

RHONDA MISELL

ARTICLE VII

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE AS FOLLOWS:

RHONDA MISELL
12236 BIRCH STREET
BROOKSVILLE, FLORIDA 34613

IRVIN L. MISELL
12236 BIRCH STREET
BROOKSVILLE, FLORIDA 34613

ARTICLE IX - INCORPORATORS

THE NAMES AND ADDRESSES OF THE INITIAL SUBSCRIBERS SIGNING THESE ARTICLES ARE AS FOLLOWS:

RHONDA MISELL
12236 BIRCH STREET
BROOKSVILLE, FLORIDA 34613

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND, ADDEND, OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

H96-09256

07-03-1000 10119
07/02/1996 11:59

305 305 7032
352-596-2656

ACE INDUSTRIES/PRINTING CORP KIT
M J KIERZYNSKI CPA

P.04
PAGE 03

H96-09256

ARTICLE XI - BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XII - ADOPTION OF BY-LAWS

A SPECIAL MEETING OF THE SUBSCRIBERS OR THEIR ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANISATION OF THE CORPORATION AND THE ADOPTION OF THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

ARTICLE XIII - TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE XIV - RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

RHONDA MIZELL	50 SHARES
IRVIN L. MIZELL	50 SHARES

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS 2ND DAY OF JULY, 1996.


RHONDA MIZELL

H96-09256

07-07-1000 10180
07/02/1996 11189

305 355 7832
352-598-7888

ACE INDUSTRIES PRINTING CORP KIT
M J KIERZYNSKI CPA

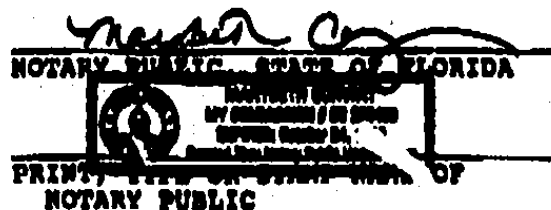
P.05
PAGE 05

H96-09256

STATE OF FLORIDA
COUNTY OF Maricopa

BEFORE ME PERSONALLY APPEARED Rhonda Mizell TO ME
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 2nd DAY OF July,
1996



PERSONALLY KNOWN ✓ OR
TYPE OF IDENTIFICATION PRODUCED _____

H96-09256

87-87-1988 18121
07/02/1998 11:59

385 755 7532
252-596-2626

ACE INDUSTRIES/PRINTING CORP KIT
M J KIENYENKI CPA

P.08
PAGE 07

H96-09256

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

**FURNANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:**

BETTER USED FURNITURE OF PASCO, INC.

**DESIRING TO ORGANISE UNDER THE LAWS OF THE STATE OF FLORIDA
WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF
INCORPORATION AT 12115 U.S. HIGHWAY 19, HUDSON, COUNTY OF
PASCO, STATE OF FLORIDA, HAS NAMED RHONDA MISELL, AT THAT
ADDRESS, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS
STATE.**

**ACKNOWLEDGEMENT: HAVING BEEN NAMED TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIG-
NATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS
CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF THE SAID
ACT RELATIVE TO KEEPING OPEN SAID OFFICE.**

Rhonda Misell
RHONDA MISELL

96 JUL -3 PM 1:55
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96-09256