

David Noble
P.O. Box 673
Naples, FL 33939

July 24, 1996

Fla. Dept. Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
96 JUL 29 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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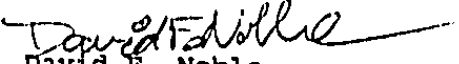
Dear Sirs:

Enclosed please find one signed original and one signed copy of the Articles of Incorporation of Ed's Appliance, Inc. Also included is a check in the amount of \$122.50 for the fee of filing the Articles, a copy, and a Certified Copy.

Please complete the processing of this at your earliest opportunity and return the copy of the Articles of Incorporation to the address listed above.

Thank you for your assistance. If you have any questions, please do not hesitate to call me at (941) 774-1177.

Sincerely


David F. Noble

DFN/hs
cc:file

D. BROWN JUL 31 1996

ARTICLES OF INCORPORATION OF
ED'S APPLIANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is ED'S APPLIANCE, INC.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage Appliance Repair Service.
2. To engage in any other trade or business which can in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is seventy-five hundred. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation
is 2920 48th Terrace SW
Naples, FL 33994

This is also the address of the principle office.

ARTICLE SIX
REGISTERED AGENT

The name and address of the corporations initial registered agent is.
Edward R. Pickens
2920 48th Terrace SW
Naples, FL 33994

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place indicated in this article, I do hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open the office.


Edward R. Pickens

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TALLAHASSEE, FLORIDA

ARTICLE SEVEN
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Edward R. Pickens	2920 48 th Terrace SW Naples, FL 33994

ARTICLE EIGHT
CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Directors of this corporation.

ARTICLE NINE
INCORPORATORS

The name and address of each incorporator is:

Name
Edward R. Pickens

Address
2920 48th Terrace SW
Naples, FL 33994

We, the incorporators, sign our names this 22 day of July
of 1996.

Edward R. Pickens

Edward R. Pickens

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 22nd
day of July 1996.

Perpetual and who did take an oath
Notary Public
My commission expires: _____



ROSETTE L. HERGENY
My Commission CC889788
Expires Mar. 31, 1998
Bonded by AFB
888-888-8878