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BONDURANT AND FUQUA, P. A.

ATTORNEYS AT LAW

4450 LAFAYETTE STREET

POST OFFICE BOX 854

MARIANNA, FLORIDA 32447

SEP 05 11 01 AM '96

TALLAHASSEE, FLORIDA

FRANK E. BONDURANT  
H. MATTHEW FUQUA

TELEPHONE: (904) 820-2200  
FACSIMILE: (904) 820-5047

September 3, 1996

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09/05/96 --01098--017  
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Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: T.V. & Appliance Warehouse, Inc.  
Articles of Incorporation

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for T.V. & Appliance Warehouse, Inc. which includes designation of resident agent. You will also find enclosed our firm check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy of Articles	\$ 52.50
Designation of Resident Agent	<u>\$ 35.00</u>
TOTAL	\$122.50

Your prompt attention in this regard will be greatly appreciated.

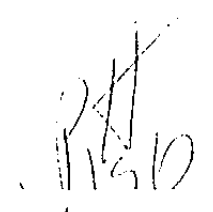
Sincerely,



H. Matthew Fuqua  
For the Firm

HMF/st

Enclosures: As listed above



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5-000-5 11-001  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**T. V. & APPLIANCE WAREHOUSE, INC.,**

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, hereby forms this corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation is **T. V. & Appliance Warehouse, Inc.**

**ARTICLE II**

**NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is primarily retail appliance sales and also to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit trust, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair, nor exposition.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 10,000 shares of common stock having a par value of \$0.10 per share.

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$1,000.00

ARTICLE V  
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI  
ADDRESS

The initial post office address of the initial principal office of this corporation in the State of Florida is 4122 Lafayette Street, Marianna, Florida 32446. The name of the initial registered Resident Agent in the State of Florida is H. Matthew Fuqua, whose address is P. O. Box 854, 4450 Lafayette Street, Marianna, Florida 32446. The Board of Directors may, from time to time, move the initial registered office of the corporation to any other address in the State of Florida.

## ARTICLE VII

### DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one (1).

## ARTICLE VIII

### INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Martin Schack	4122 West Lafayette St. Marianna, Florida 32446
Walter Huston	4122 West Lafayette St. Marianna, Florida 32446

## ARTICLE IX

### SUBSCRIBERS

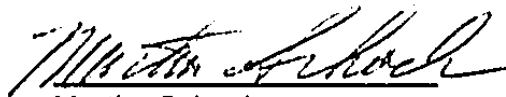
The names and addresses of the subscribers to these Articles of Incorporation, the number of shares each agrees to take, and the value or consideration therefore, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>CONSIDERATION</u>	<u>SHARES</u>
Twidget Co., Inc.	Marianna, Florida 32446	\$500.00	5,000


## AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of

Directors, proposed to them by the stockholders, and approved at a stockholders' meeting by majority of the stock then entitled to vote thereon, unless the directors and the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

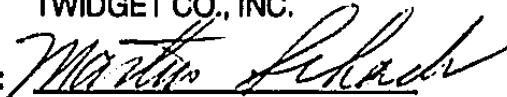


Martin Schack

  
Walter Huston

TWIDGET CO., INC.

BY:



Martin Schack, President

STATE OF FLORIDA  
COUNTY OF JACKSON:



SWORN TO AND SUBSCRIBED BEFORE ME, this the 30<sup>th</sup> day of August, 1996, by Martin Schack, individually, who is personally known to me to be the President of Twidget Co., Inc., and who did/did not take an oath.



NOTARY PUBLIC

State of Florida at Large

My Commission Expires: June 19, 1998

STATE OF FLORIDA  
COUNTY OF JACKSON:

SWORN TO AND SUBSCRIBED BEFORE ME, this the 30<sup>th</sup> day  
of August, 1996, by Walter Huston, who is personally known  
to me and who did/did not take an oath.



Sandra Canavari  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires: June 19/1996

THIS INSTRUMENT PREPARED BY:  
H. Matthew Fuqua  
BONDURANT AND FUQUA, P. A.  
4450 Lafayette Street  
Post Office Box 854  
Marianna, Florida 32446  
(904) 526-2263  
FL BAR No. 0451101

SEP-5 PM 9:01  
OFFICE OF THE  
CLERK OF THE COURT  
JACKSON COUNTY, FLORIDA

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

In pursuance of Chapter 48.091, FLORIDA STATUTES, the following is submitted in compliance with said Act.

FIRST - That T. V. & APPLIANCE WAREHOUSE, INC. desiring to be organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Marianna, Jackson County, Florida, has named H. MATTHEW FUQUA whose street address is 4450 Lafayette Street, Marianna, Florida 32446, and whose mailing address is Post Office Box 854, Marianna, Florida, 32447, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-styled corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act to relative keeping open said office.

  
H. MATTHEW FUQUA  
Registered Agent