

P96000080429

Document Number Only

CI CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

Levitz Furniture Realty Corporation

☒ Profit - Articles

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☒ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merge

☐ Mark

☐ Other

☐ Change

☐ Fictitious

☐ CUS

☐ After 4:30

☒ Pick Up

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

9/27

CR2E031 (1-89)

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
Filing

SEP 27 1996

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
LEVITZ FURNITURE REALTY CORPORATION

FILED
96 SEP 27 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: Levitz Furniture Realty Corporation

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 6111 Broken Sound Parkway, N.W. Boca Raton, Fl. 33487

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: 1,000

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

N/A

_____	_____
_____	_____
_____	_____

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

<u>CLASS</u>	<u>PREFERENCES</u>	<u>LIMITATIONS</u>	<u>RELATIVE RIGHTS</u>
_____	_____	_____	_____
_____	_____	_____	_____

*FIFTH: (a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH SERIES IS:

N/A

_____	_____
_____	_____
_____	_____

(*Optional)

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INSOFAR AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

SERIES	RELATIVE RIGHTS	PREFERENCES

(c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

N/A

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

N/A

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD, CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS C T CORPORATION SYSTEM

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS N/A, AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Edward P. Zimmer
6111 Broken Sound Parkway, N.W.
Boca Raton, FL 33487

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 27 PM 2:52

FILED

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 24th DAY OF September, 19 96.



SIGNATURE/TITLE

Edward P. Zimmer

SIGNATURE/TITLE

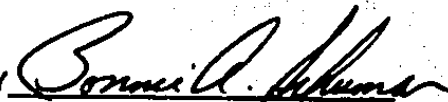
SIGNATURE/TITLE

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION
607.0501 (3) F.S.: C T CORPORATION SYSTEM IS FAMILIAR WITH AND
ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

C T CORPORATION SYSTEM

DATED September 26, 19 96.

BY



Bonnie A. Schuman

(TYPE NAME OF OFFICER)

Asst. Sec.

(TITLE OF OFFICER)

Document Number Only

P96 0000 80429

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

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Levitz Furniture Realty Corp.

- ☐ Profit
☐ NonProfit
☐ Limited Liability Co.
☐ Foreign
- ☒ Amendment
☐ Dissolution/Withdrawal
☐ Photo Copies
- ☐ Merger
☐ Mark
☐ Other
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96 NOV 13 PM 3:25
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TALLAHASSEE, FLORIDA

RECEIVED
96 NOV 13 PM 12:22
DIVISION OF CORPORATION

11/13
Amendment
11/13/96
DL

ARTICLES OF AMENDMENT
OF
LEVITZ FURNITURE REALTY CORPORATION
(BY SOLE INCORPORATOR)

FILED
69 NOV 13 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST: THE NAME OF THE CORPORATION IS LEVITZ FURNITURE REALTY CORPORATION.

SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED "SEVENTH" SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

(1) The corporation is formed solely for the purpose of (a) acquiring and holding certain leasehold interests in real property occupied by Levitz Furniture Corporation in connection with the retail operations of Levitz Furniture Corporation (the "Leases") and (b) to engage in such other activities as may be necessary, incidental or desirable to accomplish the foregoing; provided, however, that notwithstanding anything to the contrary herein, so long as the stock of the corporation shall be pledged to secure indebtedness for money borrowed, the corporation shall have no power (without the consent of the holders of such indebtedness) to

(i) carry on any trade or business (other than as may be incidental to the acquisition and ownership of the Leases);

(ii) incur indebtedness for money borrowed (including, without limitation, by way of assumption, directly or by guaranty, or otherwise);

(iii) engage in any dissolution, liquidation, consolidation, merger, asset purchase or asset sale (other than acquisition or disposition of Leases in the ordinary course of the business of Levitz Furniture Corporation and its subsidiaries); or

(iv) amend this Certificate of Incorporation in any material respect.

(2) The corporation shall:

(a) maintain books and records separate from any other person or entity;

(b) maintain its accounts separate from any other person or entity;

(c) not commingle assets with those of any other entity;

(d) conduct its own business in its own name;

(e) maintain separate financial statements;

(f) observe all formalities of a corporation organized under the laws of the State of Florida;

(g) allocate fairly and reasonably any overhead for office space shared with any entity;

(h) use separate stationery, invoices and checks;

(i) hold itself out as a separate entity;

(j) correct any known misunderstanding regarding its separate identity;

(k) maintain adequate capital in light of its contemplated business operations; and

(l) pay its own liabilities from its own separate assets.

THIRD: THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON THE 4th DAY OF NOVEMBER, 1996. *my*

FOURTH: PRIOR TO THE ISSUANCE OF SHARES, THE AMENDMENT WAS ADOPTED BY THE SOLE INCORPORATOR AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED THIS 4th DAY OF NOVEMBER, 1996.

LEVITZ FURNITURE REALTY CORPORATION

BY Edward P. Zimmer

Edward P. Zimmer
NAME

Sole Incorporator
TITLE