ATTORNEYS A T LAW

JOHN A. ATTAWAY, JR. LAKELAND OFFICE

May 27, 1997

JOHN A. ATTAWAY, JR. **ПОВЕКТ J. ВЕНТИМО** CLARENCE A. BOSWELL ROBERT M. BRUSH HAHR B. CAMPBELL THOMAS L. CLARKE, JR DABHEY L. CONHER CHRISTINE C. DALY CHRISTOPHER M. FEAR JUDIN J FLAKDERS STEPHEN B. FRENCH DONALD G. JACOBSEN MARK N. MILLER

E. ALIXANDER PILIO DARY S. RABIN EDWIN A. SCALES, III STEVEN L. SELPH KINGSWOOD SPROTT, JR. LOWETHER STIDULE WOFFORD H. STIDHAN ROBERT O. STOKES JAHET M. STUART JONATHUN B. TROMN ROBERT L. TROHN JOHN K. VREELAND DONALD H. WILSON, JR.

A. H. LANE (RETIRED)

VIA FEDERAL EXPRESS

Division of Corporations Florida Secretary of State 409 East Gaines Street Tallahassee, Florida 32314

000002193460--9 -05/28/97--01005--012 ****122.50 *****122.50

Re:

THE APPLIANCE MAN, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as The Appliance Man, Inc. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the date of execution and acknowledgement of the Articles.

Also enclosed is this firm's check in the amount of \$122.50 to cover the

following:

Filing Fee

\$35.00

Registered Agent Fee **Certified Copy Fee**

\$35.00 \$52.50

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941) 284-2208. Thanking you for your usual cooperation, I am

MAY 3 0 \$ 185B

Yours very truly

JAA/sb **Enclosures**

ARTICLES OF INCORPORATION

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THE APPLIANCE MAN, INC.

EFFECTIVE DATE 5-27-97

ARTICLE I. NAME

The name of this corporation is The Appliance Man, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office of this corporation is 611 East Highland Drive, Lakeland, Florida 33813.

ARTICLE III. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of capital stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 611 East Highland Drive, Lakeland, Florida 33813, and the name of the initial registered agent of this corporation at that office is Leo J. Martin.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

Leo J. Martin

611 East Highland Drive Lakeland, Florida 33813

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

John A. Attaway, Jr., Esquire Lane, Trohn, Clarke, Bertrand, Vreeland & Jacobsen, P.A. One Lake Morton Drive Lakeland, Florida 33801

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27 day of May, 1997.

JOHN A. ATTAWAY,

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 27thday of May, 1997, by JOHN A. ATTAWAY, JR, who is personally known to me or who produced a-Florida driver's license as identification and who did not take an oath.

(Affix notarial seal)

Official Seal SANDRA S. FUNK Notary Public, State of Florida My comm. expires Jan. 7, 2001

SANDRA S. FUNK.
(Type or Print Name of Notary)

My Commission Expires: /-7-2001

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as Registered Agent for The Appliance Man, Inc., hereby accepts such appointment this 22 day of May, 1997.