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*Daniel J. Weinberg, P.A.*

Daniel J. Weinberg  
Certified Public Accountant

MEMBER:

American Institute of CPA's  
New York State Society of CPA's  
Florida Institute of CPA's

July 24, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002249242--3  
-07/28/97--01106--0008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: R.J.S. Discount, Inc.  
(Proposed corporate name)

To Whom It May Concern:

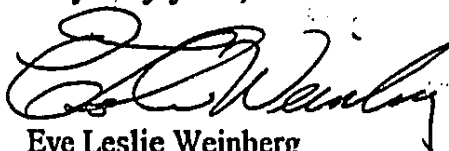
Enclosed please find original Articles of Incorporation together with one (1) copy along with a check in the amount of \$70.00 to cover the filing fees for the abovementioned corporation.

Please send acknowledgment receipt to:

Robert J. Schwartz  
R.J.S Discount, Inc.

c/o DANIEL J. WEINBERG, P.A.  
1761 W. Hillsboro Blvd., Suite 205  
Deerfield Beach, FL 33442

Very truly yours,



Eve Leslie Weinberg  
Vice President/Administrative Manager

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 28 PM 3:32

7-29-97  
WS

*Articles of Incorporation*  
*of*

**R.J.S. Discount, Inc.**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 28 PM 3:32

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

R.J.S. Discount, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1862 Bridgewood Drive  
Boca Raton, FL 33434

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE THOUSAND (1,000) SHARES AT TEN CENTS (\$.10) EACH

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Robert J. Schwartz  
1862 Bridgewood Drive  
Boca Raton, FL 33434

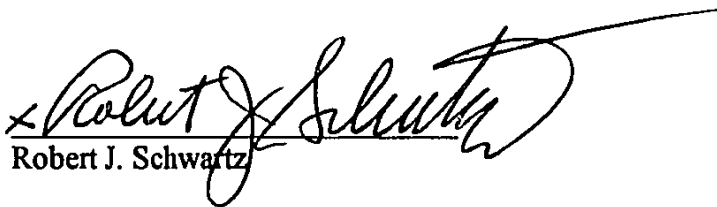
**ARTICLE V - INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation:

Robert J. Schwartz  
1862 Bridgewood Drive  
Boca Raton, FL 33434

**THE UNDERSIGNED**, has(have) executed these Articles of Incorporation this

25 day of July, 1997.

  
Robert J. Schwartz

**ARTICLE VI - PURPOSES**

Business Purpose: To provide wholesale and retail appliance sales to businesses and to the  
general public.

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

R.J.S. Discount, Inc.

The registered agent and office is:


Robert J. Schwartz  
1862 Bridgewood Drive  
Boca Raton, FL 33434

  
Robert J. Schwartz

x 7/25/97  
Date

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED  
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER  
AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH  
AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

  
Robert J. Schwartz

+ 7/25/97  
Date

SECRET  
STATE  
CORPORATIONS  
DIVISION  
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