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*Val R. Patarini, P. A.*

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December 18, 1997

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

RE: Gibbs Furniture Store, Inc.

300002379233--3  
-12/22/97--01079--012  
\*\*\*\*122.50 \*\*\*\*122.50

To Whom it May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation regarding the above-referenced corporation. Please have same filed with the Florida Department of State and return said copy and certification to the undersigned as soon as possible.

Our check in the amount of \$122.50 is enclosed for the filing fee.

If you have any questions regarding this corporation, please contact the undersigned.

Thank you for your prompt attention to this matter.

Very truly yours,

*Val R. Patarini*  
VAL R. PATARINI

dk/

Enclosures

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RP  
12-24-97

**ARTICLES OF INCORPORATION**  
**OF**  
**GIBBS FURNITURE STORE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned, acting as Incorporator's to these Articles of Incorporation, of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of the Corporation is GIBBS FURNITURE STORE, INC.

**ARTICLE 11**

To carry on and conduct in all its branches and departments, the business of retail or wholesale merchants of furniture, fixtures, household appliances and household furnishings of every type and character and all business incidental or in any way connected therewith.

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as full as natural persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as statement of both purposes and powers, shall be liberally construed in aid of powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded no only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not limitation of said general powers.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock, each share having a par value of \$5.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

**ARTICLE IV**  
**INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is \$2,000.00.

**ARTICLE V**  
**TERMS OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI**  
**ADDRESS**

The initial street address of the principal of this corporation is to be at 226 West Main Street, Wauchula, Florida 33873. The Board of Directors from time to time designate such other address and place for the principal office of this corporation as it may seem fit.

**ARTICLE VII**  
**REGISTERED AGENT**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That GIBBS FURNITURE STORE, INC., desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named HARRY DONALD GIBBS, located at 226 West Main Street, Wauchula, Florida 33873, as its agent to accept service of process within the State; That the Registered Agent's home address is 226 West Main Street, Wauchula, Florida 33873.

**ARTICLE VIII**  
**DIRECTORS**

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1).

**ARTICLE IX**  
**INITIAL DIRECTORS**

The name and street address of the Initial Directors, who shall hold office until their successor is elected and has qualified, is as follows:

<b><u>NAME</u></b>	<b><u>PHYSICAL AND MAILING ADDRESS</u></b>
HARRY DONALD GIBBS	226 West Main Street, Wauchula, Florida 33873 same as physical
CARLA A. GIBBS	226 West Main Street, Wauchula, Florida 33873 same as physical
DARRYL P. GIBBS	253 Georgetown Loop, Wauchula, Florida 33873 P.O. Box 206, Wauchula, Florida 33873

**ARTICLE X**  
**OFFICERS**

The Officer of the Corporation, who shall hold office until a successor is elected by the Board of Directors, shall be:

<b><u>NAME</u></b>	<b><u>PHYSICAL AND MAILING ADDRESS</u></b>	<b><u>TITLE</u></b>
HARRY DONALD GIBBS	226 West Main Street, Wauchula, Florida, 33873 same as above	President
DARRYL P. GIBBS	Physical address 253 Georgetown Loop Wauchula, Florida 33873 Mailing address P.O. Box 206 Wauchula, Florida 33873	Vice President

CARLA A. GIBBS

226 West Main Street  
Wauchula, Florida 33873  
same as above

Secretary/Treasurer

**ARTICLE XI**  
**SUBSCRIBERS**

<b><u>NAME AND ADDRESS</u></b>	<b><u>SHARES</u></b>	<b><u>AMOUNT</u></b>
HARRY DONALD GIBBS 226 West Main Street Wauchula, Florida 33873	200	\$1,000.00
CARLA A. GIBBS 226 West Main Street Wauchula, Florida 33873	25	\$ 125.00
DARRYL P. GIBBS P.O. Box 206 Wauchula, Florida 33873	175	\$ 875.00

**ARTICLE XII**  
**EFFECTIVE DATE**

These Articles of Incorporation shall be effective on the granting of the Corporation by the State of Florida.

**ARTICLE XIII**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholder's meeting by a majority (51%) of the intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18<sup>th</sup> day of December, 1997.

Harry Donald Gibbs  
HARRY DONALD GIBBS

Carla A. Gibbs  
CARLA A. GIBBS

Darryl P. Gibbs  
DARRYL P. GIBBS

STATE OF FLORIDA:  
COUNTY OF HARDEE:

The foregoing instrument was acknowledged before me this the 18<sup>th</sup> day of December, 1997 by Harry Donald Gibbs, Carla A. Gibbs and Darryl P. Gibbs.



Val R. Patarini  
MY COMMISSION # CC568150 EXPIRES  
July 26, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

Val R. Patarini  
Notary Public/State of Florida  
VAL R. PATARINI  
Printed Name of Notary

**ACCEPTANCE**

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

Harry Donald Gibbs  
HARRY DONALD GIBBS

FILED  
CLERK OF CIRCUIT COURT  
97 DEC 22 AM 9:20