

P98000024702

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 9:52

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

SUBJECT: STORE SURPLUS SPECIALTIES, INC.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for \$78.75 regarding filing fees and a certificate of status fee.

FROM: Robert Borenstein
35246 U.S. 19 North
Suite 310
Palm Harbor, Florida 34684
(813) 943-2592

Enclosures
21521.1
980166-000000:3/10/98

200002458612--3
-03/16/98--01134--003
*****78.75 *****78.75

4
D. BROWN MAR 17 1998

ARTICLES OF INCORPORATION
FOR
STORE SURPLUS SPECIALTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 9:52

ARTICLE 1

Name

The name of the corporation shall be: Store Surplus Specialties, Inc.

ARTICLE 2

Duration

The existence of the corporation shall be perpetual.

ARTICLE 3

Principal Office and Mailing Address

The principal place of business of the corporation is at 35246 U.S. 19 North, Suite 310, Palm Harbor, Florida. The mailing address of the corporation is 35246 U.S. 19 North, Suite 310, Palm Harbor, Florida 34684.

ARTICLE 4

Registered Office and Registered Agent

The initial registered office of the corporation is at 35246 U.S. 19 North, Suite 310, Palm Harbor, Florida 34684. The name of the initial registered agent at that address is Robert Borenstein. A statement of his acceptance of appointment to serve as registered agent is attached hereto and incorporated herein as Exhibit "A."

ARTICLE 5

Authorized Shares

The corporation is authorized to issue 7,500 shares of one class of common stock having no par value.

ARTICLE 6

Directors

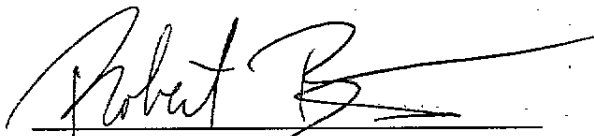
The initial board of directors shall consist of one member. The name and address of the initial member of the board of directors is Robert Borenstein, 35246 U.S. 19 North, Suite 310, Palm Harbor, Florida 34684.

ARTICLE 7

Incorporator

The name and address of the incorporator is Robert Borenstein, 35246 U.S. 19 North, Suite 310, Palm Harbor, Florida 34684.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this the 11th day of March, 1998.


Robert Borenstein, Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 16 AM 9:53

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

1. The name of the corporation is Store Surplus Specialties, Inc.
2. The address of the registered office is 35246 U.S. 19 North, Suite 310, Palm Harbor, Florida, 34684.
3. The name of the registered agent at the registered office is Robert Borenstein.

This the 11th day of March, 1998.

STORE SURPLUS SPECIALTIES, INC.

By: Robert Borenstein
Robert Borenstein, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated on 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 position as registered agent.

This the 11th day of March, 1998.

Robert Borenstein
Robert Borenstein