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October 20, 1998

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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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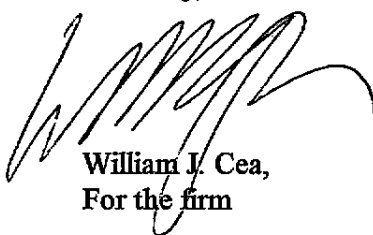
Re: Articles of Incorporation for Ford Appliance Service, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent for Ford Appliance Service, Inc. to be filed with the Secretary of State. Also enclosed is our firm's check in the amount of \$78.75 to cover the fees for filing same, and to receive a certified copy. *

Thank you for your time and attention regarding the above. Should you have any questions, or need additional information, please do not hesitate to me.

Sincerely,


William J. Cea,
For the firm

WJC/pd
Enclosures
cc: Mr. Bobby Ford

FILED
98 OCT 22 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

William J. Cea
a.c.c.

TA-10/22/98

ARTICLES OF INCORPORATION
OF
FORD APPLIANCE SERVICE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is FORD APPLIANCE SERVICE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are, respectively: 431 U.S. Highway 17, Lake Hamilton, Florida 33851, and Post Office Box 398, Lake Hamilton, Florida 33851.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000. All shareholders shall have preemptive rights. The par value of said stock shall be One (\$1.00) Dollar.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial Registered Agent and Office are: Ferrell Ford, 431 U.S. Highway 17, Lake Hamilton, Florida 33851.

ARTICLE V - INCORPORATORS

The names and street addresses of the incorporators of this

Articles of Incorporation are:

Robert Earl Ford
68 Joel Massey Road
Haines City, Florida 33844

Ferrell Ford
224 N. 16th Street
Haines City, Florida 33844

ARTICLE VI - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of two (2) members as the same shall be provided by the by-laws of the corporation, and the following officers, to wit: President, Vice-President, Secretary, and Treasurer, and such other officers of the corporation as the Board of Directors may deem desirable. The members of the Board of Directors shall be elected at the annual meeting of the stockholders of the said corporation, and said officers shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

The initial officers and directors, the names and post office addresses of the officers and directors for this corporation to conduct the business of the corporation until those elected at

the first election are as follows:

Director/President/Treasurer: Ferrell Ford
224 N. 16th Street
Haines City, FL 33844

Director/Vice President/
Secretary: Robert Earl Ford
68 Joel Massey Road
Haines City, FL 33844

ARTICLE VIII - SUBSCRIBERS

The names and post office addresses of each subscriber of this Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

<u>Name and Address</u>	<u>Number of Shares</u>	<u>Consideration</u>
Robert Earl Ford 68 Joel Massey Road Haines City, FL 33844	150	\$150.00
Ferrell Ford 224 N. 16th Street Haines City, FL 33844	150	\$150.00

ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their

intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation and the Certificate of Incorporation for the use and purposes of aforesaid.

Ferrell S. Ford
FERRELL FORD

Robert Earl Ford
ROBERT EARL FORD

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

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

1. The name of the Corporation is:

Ford Appliance Service, Inc.

2. The name of the Registered Agent is: Ferrell Ford

3. The address of the Registered Agent/Registered Office is:

431 U.S. Highway 17
Lake Hamilton, FL 33851

FORD APPLIANCE SERVICE, INC.

BY: Ferrell S. Ford, President
FERRELL FORD, President

ACCEPTANCE

Having been named as Registered Agent and designated to accept service of process for the above Corporation, 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 will accept the obligations of the position of Registered Agent.

BY: Ferrell S. Ford
FERRELL FORD

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