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Florida Department of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32301

RE: Furniture Depot Discount Sales, Inc.  
ARTICLES OF INCORPORATION

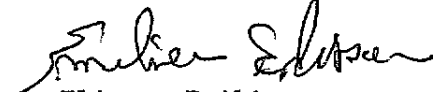
Dear Sirs:

Enclosed please find the original and one copy of Articles of Incorporation relative to Furniture Depot Discount Sales, Inc. After your review and approval, kindly issue a Certificate of Incorporation and Charter Number.

Also enclosed is a check in the amount of \$70.00, covering filing fees, charter tax and certificate designating Resident Agent.

Thank you for your prompt attention to this matter.

Yours very truly,

  
Elisson Emilien

FILED  
98 NOV 12 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
11-17-98  
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ARTICLES OF INCORPORATION  
OF  
FURNITURE DEPOT DISCOUNT SALES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME.

The name of the corporation shall be:

FURNITURE DEPOT DISCOUNT SALES, INC.

The principal place of business of this corporation shall be at:

1865 Opa Locka Blvd.  
Opa Locka, Fl 33054

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1 par value per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be: 1865 Opa Locka Blvd, Opa Locka, Fl 33054

\_\_\_\_\_, and the name of the initialed registered agent of the corporation at that address is: Elisson Emilien.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

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98 NOV 12 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE VIII. DIRECTORS

This corporation shall have (2) directors, initially. The name and street address of the initial members of the Board of

Directors is:

Elisson Emilien (President)	Helene Emilien (Secretary)
20525 N.W. 28 Court	20525 N.W. 28 Court
Miami, Fl 33056	Miami, Fl 33056

ARTICLE IX. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Elisson Emilien  
20525 N.W. 28 Court  
Miami, Fl 33056

ARTICLE X. SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is: Elisson Emilien -- 1865 Opa Locka Blvd. - Opa Locka, Fl 33054

following is submitted in compliance with said Act:

That Furniture Depot Discount Sales, Inc. desiring to organize under laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of DADE County of MIAMI has named Elisson Emilien, of 20525 N.W. 28 Court, MIAMI, FL 33056 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated 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.

Elisson Emilien  
Resident Agent

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this \_\_\_\_\_ day of \_\_\_\_\_, 19

STATE OF FLORIDA )  
COUNTY OF ) ss

The foregoing instrument was acknowledged before me this 7 day of Nov., 19 98



DAVID L. GARRETT  
77322 EXPIRES  
JUN 28, 1999  
BONDED THRU TROY FARM INSURANCE, INC.



Notary Public, State of Florida  
DAVID L. GARRETT  
MY COMMISSION #20477322 EXPIRES  
JUNE 28, 1999  
BONDED THRU TROY FARM INSURANCE, INC.

My Commission Expires:

FILED  
NOV 12 AM 10:41  
TALLAHASSEE, FLORIDA