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January 15, 1999

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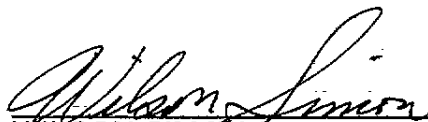
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SIMON & SIMON FURNITURE, INC.

Enclosed are original and one (1) copy of the Articles of Incorporation and check for:

\$122.50 Filing Fee & Certified Copy

FROM:


WILSON SIMON
8441 U. S. 1 *See PS below
Port St. Lucie, FL 34952
(561) 465-4737

FILED
99 JAN 19 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

* P. S. PLEASE RETURN the certified copy and Certificate to me at the following address:

Wilson Simon
350 N E Glentry Ave (Glentry Ave)
Port St Lucie FL 34983

(4)

Dmc
1-22-99

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation is SIMON & SIMON FURNITURE, INC.

ARTICLE II PRINCIPAL OFFICE

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

8441 U. S. 1
Port St. Lucie, FL 34952

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 shares of Common Stock at par value per share of \$5.00

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Wilson Simon
8441 U. S. 1
Port St. Lucie, FL 34952

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Wilson Simon
350 N. E. Glentry Ave.
Port St. Lucie, FL 34983

Grace Simon
350 N. E. Glentry Ave.
Port St. Lucie, FL 34983

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ARTICLE VI

The names and addresses of the initial directors of the corporation are:

Wilson Simon
350 N. E. Gentry Ave.
Port St. Lucie, FL 34983

Grace Simon
350 N. E. Gentry Ave.
Port St. Lucie, FL 34983

The undersigned incorporator has executed these Articles of Incorporation
this 15th day of January, 1999.


WILSON SIMON

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

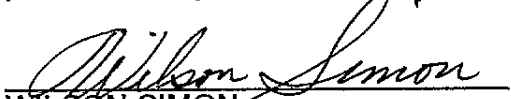
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is SIMON & SIMON FURNITURE, INC.
2. The name and address of the registered agent and office is:

Wilson Simon
8441 U. S. 1
Port St. Lucie, FL 34952

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TALLAHASSEE, FLORIDA

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 position as registered agent.


WILSON SIMON

January 15, 1999