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Requestor's Name  
 YEN T. TRAN  
 738 NE 167 ST.  
 MIAMI, FL 33162

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 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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  Will wait     
  Photocopy     
  Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

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ARTICLES  
OF  
PAYLESS HOME FURNISHINGS INC.

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of Corporation shall be "Payless Home Furnishings Inc."

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is any activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every kind, class, and description except that it is not to conduct a banking, safe deposit trust, insurance, surety, express, railroad, canal, telegraph, telephone, cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of

the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owners of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares at \$1.00 par value per share.

### ARTICLE III

#### Initial Capital

The amount of capital with which this corporation shall begin business is not less than ONE THOUSAND and 00/100 (\$1,000.00) DOLLARS.

### ARTICLE IV

#### Term of Existence

This corporation is to exist perpetually.

### ARTICLE V

#### Principal Place of Business

The initial street address in this state of the principal office of this corporation is 738 N.E. 167<sup>th</sup> Street, Miami, Florida 33162. The Board of Director(s) may, from time to time, move the principal office to any other address in the State of Florida.

### ARTICLE VI

#### Directors

This corporation shall have not less than one (1) director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders. The names and street addresses of the member of the Board of Director(s) is:

Yen T. Tran  
3393 N.W. 151<sup>st</sup> Terrace  
Miami, FL 33054

ARTICLE VII

Incorporator(s)

The name(s) and street address(es) of the incorporator(s) of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of consideration therefore are:

NAME	ADDRESS	SHARE	CONSIDERATION
Yen T. Tran	3393 N.W. 151 <sup>st</sup> Terrace Miami, FL 33054	1000	CASH

ARTICLE VIII

Registered Agent

The initial designation of the registered office of this corporation shall be 738 N.E. 167<sup>th</sup> Street, Miami, Florida 33162. The registered agent at that address is Yen T. Tran.

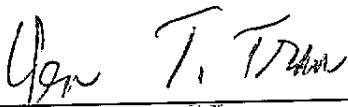
ARTICLE IX

Amendment

These 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 the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Article of Incorporation be made.

The undersigned incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of February, 1999.

Signature

  
\_\_\_\_\_  
Yen T. Tran

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: Payless Home Furnishings Inc.
2. The name and address of the registered agent and office is:

Yen T. Tran  
738 N.E. 167<sup>th</sup> Street  
Miami, FL 33162

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designed 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 will accept the obligations of my position as registered agent.*

Signature

*Yen T. Tran*

Yen T. Tran

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