

P99000002988E  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

000002821520--0  
-03/29/99--01070--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Northern Liquidators, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$78.75.

FROM: James Goostree  
727-572-5664  
8801 66th Street North  
Pinellas Park, FL 33782

FILED  
99 MAR 29 AM 9:14  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

98  
4/1

FILED

99 MAR 29 AM 9:14

DIWIGHT COUNTY CLERK  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
of  
NORTHERN LIQUIDATORS, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is Northern Liquidators, Inc..  
8801 66th Street North  
Pinellas Park, FL 33782  
727-572-5664

**ARTICLE II  
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

James Goostree  
8801 66th Street North  
Pinellas County  
Pinellas Park, FL 33782

**ARTICLE IV  
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

James Goostree  
8801 66th Street North  
Pinellas Park, FL 33782

Howard Hirsch  
1944 Christopher  
Harrisburg, FL 17150

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

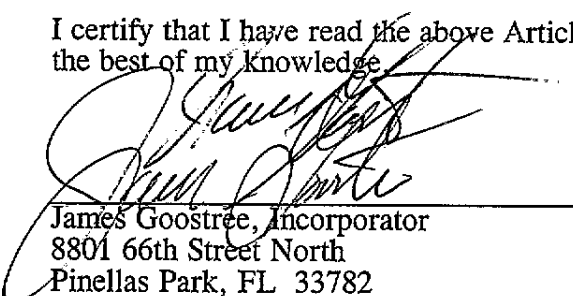
## ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

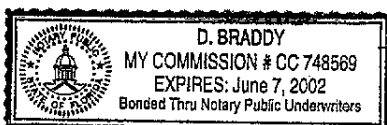
## Certification

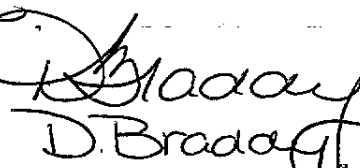
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
James Goostree, Incorporator  
8801 66th Street North  
Pinellas Park, FL 33782

State of Florida, County of Pinellas, ss:

Subscribed and sworn to (or affirmed) before me this 25 day of March 19 99  
Who produced FDL #03645252460 and  
has not taken an oath



  
D. Braddy

CERTIFICATION OF DESIGNATION  
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 agent, in the state of Florida.

The name and address of the registered agent and office is:

James Goostree  
8801 66th Street North  
Pinellas Park, FL 33782  
727-572-5664

Signature:

Title : President

Date :

3-25-99

FILED  
99 MAR 29 AM 9:14  
DIVISION OF CORPORATIONS  
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.

Signature :

Date :

3-25-99