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DIROCCO DOMBROW CPA . PA.
 3601 W. COMMERCIAL BLVD, SUITE 22
 FT. LAUDERDALE, FL 33309

City/State/Zip Phone #

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 -04/08/99--01042--008
 *****70.00 *****70.00

Office Use Only

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

1. Sunrise Discount Furniture, Inc.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

99 APR -8 1 AM 10:00
 SECRETARY OF STATE
 TALAHASSEE, FLORIDA

FILED

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 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

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

F. CHESSER APR 13 1999

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
SUNRISE DISCOUNT FURNITURE, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

The name of this Corporation shall be:
SUNRISE DISCOUNT FURNITURE, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this Corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 5,000 Shares of Common Stock, par value \$1.00 per share.

Prepared by: DIROCCO DOMBROW CPA . PA..
3601 W. COMMERCIAL BLVD, SUITE 22
FT. LAUDERDALE, FL 33309

By: ALAN DOMBROW

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR -8 AM 10:00

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ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this Corporation shall begin business shall be determined by the initial Board of Directors.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is: 1150 W. SUNRISE BLVD.
FT. LAUDERDALE, FL 33311.

and the initial registered agent of this Corporation at that address shall be:

ROBERT HENNINGER

ARTICLE VII

NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE VIII

The Directors of this Corporation are:

ROBERT HENNINGER/ PRESIDENT & SECRETARY

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The name and address of the initial member of the Board of Directors is:

ROBERT HENNINGER
1150 W. SUNRISE BLVD.
SUNRISE, FL 33311

ARTICLE X

The name and street address of the person signing these Articles of Incorporation is:

ROBERT HENNINGER
1150 W. SUNRISE BLVD.
SUNRISE, FL 33311

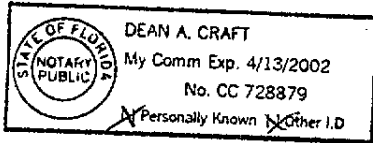
ARTICLE XI

The street address of the principal place of business is:

1150 W. SUNRISE BLVD.
SUNRISE, FL 33311

In Witness Whereof, I have hereunto subscribed my hand and seal

this 30 th day of March, 1999



Dean A. Craft

Florida Drivers License # H52676548061

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles

of Incorporation hereby consents to act as such registered agent.

[Signature]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA