

THE ACCOUNTING OFFICE
OF
SMALLEY & COMPANY, P.A.
A PROFESSIONAL ASSOCIATION
1527 E. CONCORD STREET, ORLANDO, FLORIDA 32803
TELEPHONE: (407) 897-2277 FAX: (407) 897-6611

WEBSITE: www.smalleyngo.com

E MAIL: orlando@smalleyngo.com

P99000040828
April 30, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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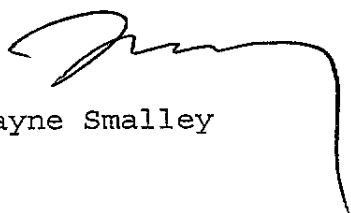
Re: Ellis Appliances & Carpet, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation for the above referenced proposed corporation; and, we enclose our check in the amount of \$ 70.00 in payment of the Corporate Filing Fee and Registered Agent Designation for this proposed corporation.

Please send the acceptance documentation to our office at the address above.

Sincerely yours,


Wayne Smalley

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99 MAY -3 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ELLIS APPLIANCES & CARPET, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation shall be Ellis Appliances & Carpet, Inc.

ARTICLE II
PURPOSE

This corporation is formed for the purpose of transacting any and all lawful business for which corporations may become incorporated in the State of Florida.

ARTICLE III
DURATION

This corporation shall commence business on the day of the acceptance of these Articles of Incorporation and shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV
PRINCIPAL OFFICE & MAILING ADDRESS

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

36 West Plant Street, Winter Garden, FL 34787

ARTICLE V
SHARES

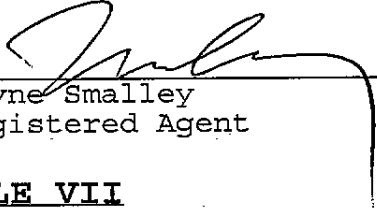
This corporation shall be authorized to have 7,500 shares of \$ 1.00 Par Value Common Stock outstanding at any one time.

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent of this corporation is:

Wayne Smalley, 1527 E Concord Street, Orlando, FL 32803

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles, 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.


Wayne Smalley
Registered Agent

CLERK OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially; however, that number may be changed from time to time by the By-Laws. The names and addresses of the initial directors are:

Peter F Tibbs, 8328 Silver Star Road, Orlando, FL 32818

Suzanne E Tibbs, 8328 Silver Star Road, Orlando, FL 32818

ARTICLE VIII
INITIAL OFFICERS

The initial officers of this corporation are:

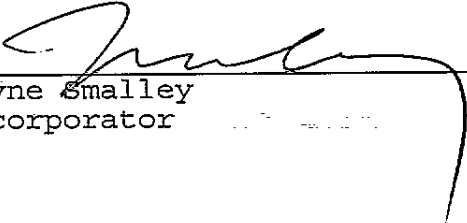
President:	Peter F Tibbs 8328 Silver Star Road Orlando, FL 32818
Secretary:	Suzanne E Tibbs 8328 Silver Star Road Orlando, FL 32818

ARTICLE IX
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Peter F Tibbs, 8328 Silver Star Road, Orlando, FL 32818

The undersigned incorporator has executed these Articles of Incorporation this 30th day of April, 1999.



Wayne Smalley
Incorporator