

P990000435/6

From: USA Furniture  
192 South Hwy 17-92  
Longwood, FL 32750

500002869495--3

-05/10/99-01105-017

\*\*\*\*122.50 \*\*\*\*\*78.75

Office Use Only

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

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TALLAHASSEE, FLORIDA

NEW FILINGS	
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<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

5-13  
UP

**ARTICLES OF INCORPORATION  
OF  
USA FURNITURE, INC**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

**ARTICLE I: NAME**

The name of the corporation shall be USA FURNITURE, INC.

**ARTICLE II: NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States of America, the State of Florida, or any other state, county, territory, or nation.

**ARTICLE III: CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, having a par value of \$1.00 per share.

**ARTICLE IV: ADDRESS**

The street address of the initial registered office of the corporation shall be:

192 South Highway 17-92  
Longwood, Fl. 32750

The name of the initial Registered Agent for the corporation at this address is:

John Deter

#### **ARTICLE V: SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE VI: TERM OF EXISTENCE**

This corporation shall exist perpetually.

#### **ARTICLE VII: LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder, or officer may be entitled as a matter of law.

#### **ARTICLE VII: DIRECTORS**

This corporation shall have a minimum of 1 director(s).  
The initial board of directors shall consist of:

John Deter  
192 South Highway 17-92  
Longwood, Fl. 32750

**ARTICLE IX: INCORPORATOR**

The name and address of the incorporator is:

John Deter  
192 South Highway 17-92  
Longwood, Fl. 32750

**ARTICLE X: PRINCIPAL OFFICE**

The physical and mailing address of the principal office is:

192 South Highway 17-92  
Longwood, Fl. 32750

WITNESS OUR HANDS THIS 24 DAY OF April, 1999.

John Deter 4/24/99  
John Deter, President

THE STATE OF FLORIDA

COUNTY OF Seminole

Before me, the undersigned authority, on this day personally appeared John Deter, known to me to be the person whose name is subscribed to the foregoing instrument and, being by me first duly sworn severally declares that he is the person who signed the foregoing document as Incorporator and that the statements contained therein are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE THIS 24th DAY  
OF April, 19 99.

Ana M. Medina

NOTARY PUBLIC



Ana M. Medina  
MY COMMISSION # CC690542 EXPIRES  
November 28, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR SERVICE OF  
PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING THE REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

IN COMPLIANCE with the laws of the State of Florida, the following is submitted:

- 1) That USA Furniture, Inc., desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Longwood, 192 South Highway 17-92, State of Florida, has named John Deter, 192 South Highway 17-92, Longwood, Fl., as its Registered Agent to accept service of process within the State of Florida.

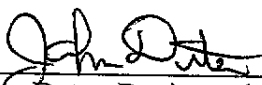
DATED: April 24, 1999

USA FURNITURE, INC

  
John Deter, Pres.

HAVING BEEN NAMED as registered agent and to accept service of process for the above stated corporation at the place designated above, I HEREBY AGREE TO ACCEPT & ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: April 24, 1999

  
John Deter, Registered Agent  
192 South Highway 17-92  
Longwood, FL. 32750

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99 MAY 10 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE STATE OF FLORIDA

COUNTY OF Seminole

Before me, the undersigned authority, on this day personally appeared John Deter, known to me to be the person whose name is subscribed to the foregoing instrument and, being by me first duly sworn, severally declares that he is the person who signed the foregoing document as Registered Agent and that the statements contained herein are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE THIS 24th DAY OF April, 19 99.

  
NOTARY PUBLIC



Ana M. Medina  
MY COMMISSION # CC690542 EXPIRES  
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