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July 20, 1999

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-07/22/99-01029-015
****131.25 *****87.50

Corporate Records Bureau
Division of Corporation
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Incorporation of **STARR'S TRASH AND TREASURES, INC.**

Dear Sirs:

I am submitting the original and a copy of the Articles of Incorporation for **STARR'S TRASH AND TREASURES, INC.**, along with a check made to your order in the amount of \$131.25 for the Filing Fee, Certified Copy and Certificate.

Please authorize the formation of this corporation and return the certified copy to this office.

Thank you,

Phil Van Houten

Phil Van Houten

Enc: Articles of Inc.
Check for \$131.25

jme

FILED
99 JUL 22 AM 7:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

OB
7-22-99
68-62-6

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
STARR'S TRASH AND TREASURES, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE

The corporate name is, **STARR'S TRASH AND TREASURES, INC.**

ARTICLE TWO

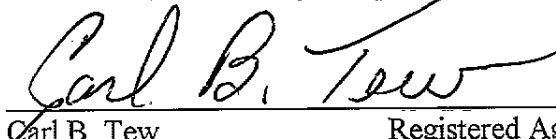
The address of the principal office of the corporation is 1410 Pine Street, Niceville, Florida 32578, and the mailing address of the corporation is the same.

ARTICLE THREE

The aggregate number of shares, which the corporation is authorized to issue is 1,000. Such shares shall be as a single class and they will have a par value of One Dollar (\$1.00) per share.

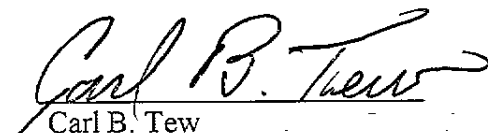
ARTICLE FOUR

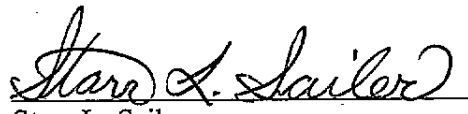
The street address of the initial registered office of the corporation is 1410 Pine Street, Niceville, Florida 32578 and the mailing address is the same. The name of the registered agent is Carl B. Tew, 1410 Pine Street, Niceville, Florida 32578, who hereby accepts the appointment by signing hereunder.


Carl B. Tew, Registered Agent

ARTICLE FIVE

The name and address of the incorporators are as follows:


Carl B. Tew
1410 Pine Street
Niceville, Florida 32578


Starr L. Sailer
1410 Pine Street
Niceville, Florida 32578

ARTICLE SIX

The initial corporate officers with their address are as follows:

Starr L. Sailer
President/Treasurer
1410 Pine Street
Niceville, Florida 32578

Carl B. Tew
Vice-President/Secretary
1410 Pine Street
Niceville, Florida 32578

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE SEVEN

The general purposes for which the corporation is organized are:

1. To purchase and sell articles of personal, artistic or household use, from or to the general public.
2. To transact any other business for which a corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the stockholders of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE EIGHT

The business affairs of the corporation shall be controlled, managed and supervised by the executive officers, under the control and direction of the stockholders.

ARTICLE NINE

The power to make, alter, amend and repeal the bylaws of the corporation shall be reserved to the stockholders.

The stockholders shall have the right to determine in every instance the consideration for which share of the corporation shall be issued.

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing Articles of Incorporation was acknowledged before me this 20th day of July, 1999, by Carl B. Tew and Starr L. Sailer, who are personally known to me or who produced identification.


Notary Public, Phil Van Houten

