

PO2000057810
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
02 MAY 23 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900005599269--8
-05/23/02--01026--002
*****78.75 *****78.75

SUBJECT: DECORATOR SELL-OFF, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Vickie Manz
Name (Printed or typed)

27567 GROVE RD
Address

BONITA SPRINGS, FL 34135
City, State & Zip

239-571-5383
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

05/34

ARTICLES OF INCORPORATION OF DECORATOR SELL-OFF, INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be: **DECORATOR SELL-OFF, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 4265 Bonita Beach Road, Bonita Springs, FL 34134

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is the sale of furniture, accessories, art, antiques and related items.

ARTICLE III – SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 Common Shares with a \$1.00 par value per share.

ARTICLE IV – INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 4265 Bonita Beach Road, Bonita Springs, FL 34134, and the initial registered agent of the Corporation at such office shall be Vickie Manz, who upon accepting this designation agrees to comply with the provisions of Section 48.094 Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE V – INITIAL BOARD OF DIRECTORS & OFFICERS

The initial Board of Directors shall consist of two members. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be neither less than two (2) nor more than six (6). The names and addresses of the Directors constituting the initial Board of Directors are:

1. Vickie Manz, 27567 Grove Road, Bonita Springs, FL 34135
2. Kelly Vest, 27611 Lime Street, Bonita Springs, FL 34135

The initial Officers of the Corporation shall be President and Secretary/Treasurer. The names and addresses of the Officers are:

PRESIDENT - Vickie Manz, 27567 Grove Road, Bonita Springs, FL 34135
SECRETARY / TREASURER - Kelly Vest, 27611 Lime Street, Bonita Springs, FL 34135

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ARTICLE VI – INCORPORATORS

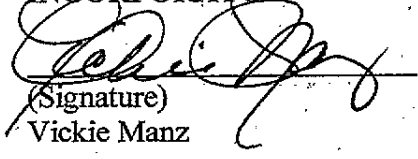
The name(s) and street address of the Incorporators to these Articles of Incorporation are:

Vickie Manz, 27567 Grove Road, Bonita Springs, FL 34135
Kelly Vest, 27611 Lime Street, Bonita Springs, FL 34135

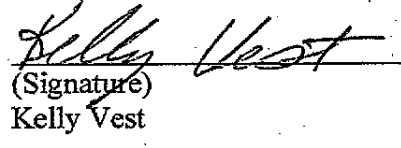
ARTICLE VII – AMENDMENTS

The power to adopt, alter, amend or repeal the Articles of Incorporation of this Corporation shall be vested in the Board of Directors by a majority vote.

INCORPORATOR

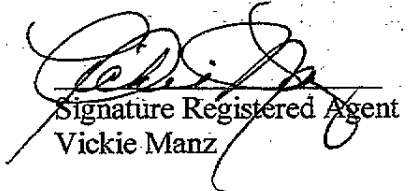

(Signature)
Vickie Manz

INCORPORATOR


(Signature)
Kelly Vest

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature Registered Agent
Vickie Manz