

TRANSMITTAL LETTER

P99000070671

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

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-08/02/99--01026--011
*****78.75 *****78.75

SUBJECT: BARE ALL FURNITURE, INC.
(Proposed corporate name - must include suffix)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

^{78.75} \$122.50
Filing Fee
& Certified Copy
Additional Copy Required

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: HUGH D. FISH, JR., ATTORNEY
Name (printed or typed)

P. O. BOX 531
Address

MACCLENNY, FLORIDA 32063
City, State & Zip

(904) 259-6606 or 6705
Daytime Telephone number

99 AUG -2 AM 9:33
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

K. Roffe AUG 10 1999

ARTICLES OF INCORPORATION

OF:

BARE ALL FURNITURE, INC.

(A Florida Profit Corporation)

FILED
99 AUG - 2 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form this Corporation under the laws of the State of Florida.

ARTICLE I. NAME AND LOCATION

The name of this corporation for profit shall be; **BARE ALL FURNITURE, INC.**, located on County Road #130, Glen St. Mary, Florida 32040, whose mailing address is, Rt. 1 Box 1823, Glen St. Mary, Florida 32040.

ARTICLE II. DURATION

This corporation shall have perpetual existence and shall commence to exist as of the filing date of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of selling furniture, and any and all other types of lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value stock. This corporation is organized as a small business and its shares shall be considered as Section 1244 stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent, and office of this corporation is as follows; **SHELDON CRAIG CRAWFORD**, Rt. 1 Box 1823, Glen St. Mary, Florida 32040.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation is; **SHELDON CRAIG CRAWFORD**, President and **VICKIE A. CRAWFORD**, Secretary/Treasurer, Rt. 1 Box 1823, Glen St. Mary, Florida 32040.

ARTICLE VII. INCORPORATORS

The name and address of the Incorporators signing these Articles of Incorporation is; **SHELDON CRAIG CRAWFORD** and **VICKIE A. CRAWFORD**, Rt. 1 Box 1823, Glen St. Mary, Florida 32040.

ARTICLE VIII. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite their name.

SHELDON CRAIG CRAWFORD	49 SHARES
VICKIE A. CRAWFORD	51 SHARES

The above referenced stock shall only be transferred in accordance with Chapter 607 of the Florida Statutes.

ARTICLE IX. OFFICERS

The everyday operation of the corporation shall be conducted and managed by the officer of the corporation which shall be; SHELDON CRAIG CRAWFORD and VICKIE A. CRAWFORD, Rt. 1 Box 1823, Glen St. Mary, FL 32040.

ARTICLE X. AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE XII. INDEMNIFICATION

The Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner and full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 19th day of JULY, 1999, at Macclenny, Baker County, Florida.

Sheldon C Crawford
SHELDON CRAIG CRAWFORD

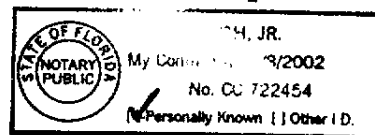
Vickie A. Crawford
VICKIE A. CRAWFORD

STATE OF FLORIDA
COUNTY OF BAKER

BEFORE ME, the undersigned authority, personally appeared, Sheldon Craig Crawford and Vickie A. Crawford, his Wife, to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of JULY, 1999.

[Signature]
Notary Public, State of Florida
My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: BARE ALL FURNITURE, INC.

2. The name and address of the registered agent and office is:

SHELDON CRAIG CRAWFORD
(NAME)

RT. 1 BOX 1823
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

GLEN ST. MARY, FL 32040
(CITY/STATE/ZIP)

FILED
99 AUG -2 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Sheldon Crawford

(SIGNATURE)

SHELDON CRAIG CRAWFORD

7-19-99

(DATE)