

JERRY PAIR & ASSOCIATES, INC.

~~73-384~~

January 15th, 1973 Fulton County

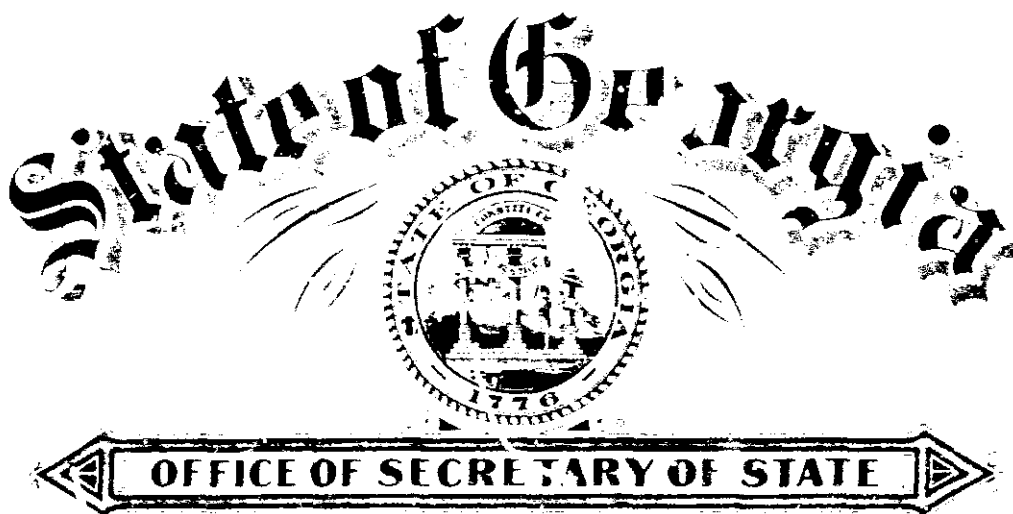
7300384

Charles Jerry Pair

KN
9/87

Max. 100,000 Shares com. @ \$1.00 Each. Paid in \$500.00

DUPLICATE



I, Ben M. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify, that

"JERRY PAIR & ASSOCIATES, INC."

was on the 15th day of January 1973 ,
duly incorporated under the laws of the State of Georgia by the Superior Court of
Fulton County for a period of perpetual years
from said date, in accordance with the certified copy hereto attached, and that the original
articles of incorporation of said corporation has been duly filed in the office of the
Secretary of State and the fees therefor paid, provided by law.

IN TESTIMONY WHEREOF, I have hereunto set my hand
and affixed the seal of office, at the Capitol, in the City of
Atlanta, this 15th day of January in the year
of our Lord One Thousand Nine Hundred and Seventy
Three and of the Independence of the United States
of America the One Hundred and Ninety-seventh.

Ben M. Fortson, Jr.

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA.

ARTICLES OF INCORPORATION
OF
JERRY PAIR & ASSOCIATES, INC.

I.

The name of the corporation is:

JERRY PAIR & ASSOCIATES, INC.

II.

The corporation shall have perpetual duration.

III.

The corporation is organized for the following purposes:

Wholesaling and retailing fabrics, pictures, paintings, furniture and other designer items to decorators, designers, specifiers, architects and the general public. Further, said corporation may do and perform all such acts which a corporation of similar type organized under the laws of the State of Georgia may generally lawfully do either as principal or agent and either alone or in connection with other corporations, firms, individuals or business entities and all and everything necessary, suitable, convenient and proper for or in connection with or incidental to the accomplishment of any of the purposes herein enumerated; and to generally do and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or exercise under the law of the State of Georgia.

IV.

The corporation has authority to issue not more than ONE HUNDRED THOUSAND (100,000) shares of common stock of the (\$1.00) Dollar par value.

The corporation shall not commence business until it shall have received not less than FIVE HUNDRED (\$500) DOLLARS in payment for the issuance of shares of stock.

VI.

The initial registered office of the corporation is 130 Peachtree Hills Avenue, N.E., Atlanta, Fulton County, Georgia. The initial registered agent of the corporation is CHARLES JERRY PAIR.

VII.

The initial Board of Directors shall consist of Three members who are:

CHARLES JERRY PAIR
130 Alden Avenue, Apt. 101
Atlanta, Georgia 30305

MRS. MAVIS CALLOON
3140 Peach Drive
Atlanta, Georgia 30324

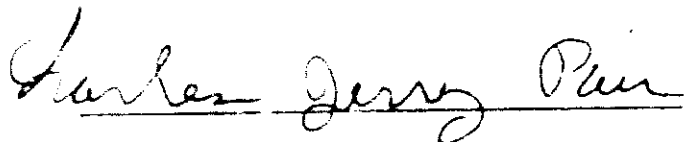
ROBERT L. PAIR
Spring Road
Smyrna, Georgia

VIII.

The name and address of the incorporator is:

CHARLES JERRY PAIR
130 Alden Avenue, Apt. 101
Atlanta, Georgia 30305

IN WITNESS WHEREOF the undersigned executes these Articles of Incorporation.



CHARLES JERRY PAIR
INCORPORATOR

IN THE SUPERIOR COURT FOR THE COUNTY OF FULTON
STATE OF GEORGIA

The Petition of CHARLES JERRY PAIR, petitioner,
shows the Court:

1.

The Articles of Incorporation of JERRY PAIR & ASSOCIATES,
INC., executed by the Incorporator are attached hereto.

2.

The Certificate of the Secretary of State that
the name JERRY PAIR & ASSOCIATES, INC. is available and attached
hereto.

WHEREFORE, Petitioner prays that JERRY PAIR & ASSOCIATES,
INC. be incorporated.

BELL, COFFY & DESIDERIO, P.C.

By _____

CHARLES R. DESIDERIO

Attorneys for Incorporator

VERIFICATION

The Articles of Incorporation of JERRY PAIR & ASSOCIATES,
INC., the Certificate of the Secretary of State of Georgia
that the name JERRY PAIR & ASSOCIATES, INC. is available
have been examined and found lawful,

IT IS WITNESSED BEFORE ME THAT JERRY PAIR & ASSOCIATES, INC.
has and it hereby is incorporated under the laws of the State
of Georgia.

This 15 day of January, 1973.

Edwin Hart

JUDGE, SUPERIOR COURT
FULTON COUNTY, GEORGIA
ATLANTA JUDICIAL CIRCUIT

PUBLISHER'S AFFIDAVIT

STATE OF GEORGIA—County of Fulton

Before me, the undersigned, a Notary Public, this day personally came *James H. ...*
James H. ..., who, being first duly sworn, according to law,
says that he is an Agent of the Daily Report Company, publishers
of the Fulton County Daily Report, the official newspaper in which the Sheriff's ad-
vertisements in and for said County are published, and a newspaper of general
circulation, with its principal place of business in said County, and that there has
been deposited with said newspaper the cost of publishing four (4) insertions of
a notice pursuant to the Business Corporation Code of the granting of Articles
of Incorporation ~~Articles of Amendment~~ ~~Articles of~~ ~~Merger~~ ~~Articles of Intent to~~
~~Reorganize~~ *Articles of Intent to Reorganize*

Subscribed and sworn to before me this

day of

19.

Patricia A. ...

Notary Public, State at Large.

State of Georgia



OFFICE OF SECRETARY OF STATE

I, Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify, that

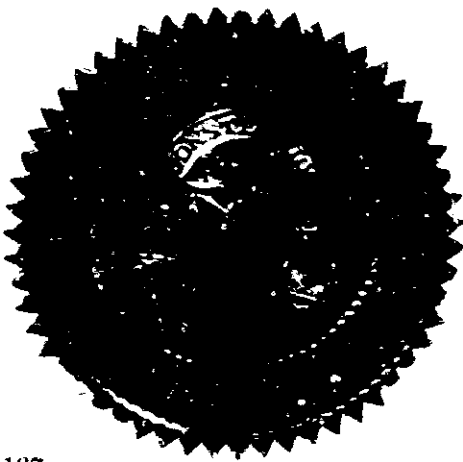
based on a diligent search at the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"JERRY PAIR & ASSOCIATES, INC."

is not identical with, or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void

in TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of office, at the Capitol, in the City of Atlanta, this 14th day of December, in the year of our Lord One Thousand Nine Hundred and Seventy Two and of the Independence of the United States of America the One Hundred and Ninety-seventh



Ben W. Fortson Jr.

Secretary of State, Ex-Officio Corporation
Commissioner of the State of Georgia

STATE OF GEORGIA

COUNTY OF FULTON

BARBARA J. PRICE

~~XXXXXXXXXXXX~~ I. J. W. SIMMONS, Clerk of the Superior Court of

Fulton County, Georgia, do hereby certify that the within and
foregoing is a true and correct copy of petition of

Charles Jerry Pair

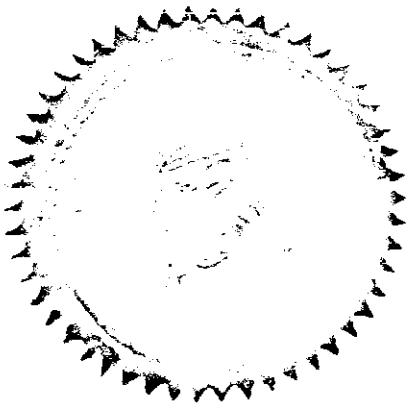
for Charter Incorporation of:

JERRY PAIR & ASSOCIATES, INC.

and the Order of Court thereon allowing same, all of which
appears of file and record in this Office.

Given under my hand and seal of Office.

This the 15th day of Jan., 1973



Barbara J. Price

CLERK OF SUPERIOR COURT
FULTON COUNTY, GEORGIA