

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

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Secretary of State
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Articles of Incorporation

PAI

For the purposes of forming a business corporation in Kentucky pursuant to KRS Chapter 271B, the undersigned incorporator hereby submits the following Articles of Incorporation to the Office of the Secretary of State for filing:

Article I: The name of the company is

Home Merchandise Corporation

Article II: The street address of the company's initial registered office in Kentucky is

3520 New Hartford Rd, Suite 208, Kentucky, KY 42303

and the name of the initial registered agent at that address is **Walter E Phillips**

Article III: The mailing address of the company's initial principal office is

3520 New Hartford Rd, Suite 208, Kentucky, KY 42303

Article IV: The name and mailing address of each incorporator is

Walter E Phillips 3520 New Hartford Rd, Owensboro, Kentucky 42303
Eddie Gazell II 3520 New Hartford Rd, Owensboro, Kentucky 42303

Article V: The number of shares the corporation is authorized to issue is **1000**

Executed by the Incorporators on Thursday, March 07, 2013

Name of Incorporator: **Walter E Phillips**

Signature of individual signing on behalf of Incorporator: **Walter E Phillips**

Name of Incorporator: **Eddie Gazell II**

I, **Walter E Phillips**, consent to serve as the Registered Agent on behalf of the corporation.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

Walter E Phillips