TRANSMITTAL LETTER

ONESCONO MY S. 29

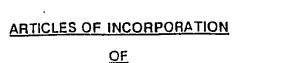
Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

900002139769--1 -04/10/37--01103--001 \*\*\*\*\*\*78.00 \*\*\*\*\*\*78.00

SUBJECT: BARGAIN SHOPPERS WAREHOUSE, INC. (Proposed corporate name - must include suffix)

| encio<br>for : | sed is an origina  | I and one (1) co                 | ppy of the articles of incorporation and a check   |
|----------------|--------------------|----------------------------------|--|
|                | \$70.00 Filing Fee | \$78.75 Filing Fee & Certificate | \$122.50   \$131.25  Filing Fee Filing Fee, & Certified Copy & Certificate  Additional Copy Required |
|                | FROM:              | . <u>M Ac</u><br>Name            | C E INGRAM  Iprinted or typed)   |
|                | <u>.</u>           | 4302 E1                          | 45T 10TH AVE SUITE 302<br>Address  |
|                |                    |                                  | FLORIDA 33605<br>y, State & Zip  |
| •              |                    | → 8/3- (<br>Daytime              | 625=1559<br>Telephone number   |

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





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

#### ARTICLE | NAME

The name of the corporation shall be:

BARGAIN SHOPPERS WAREHOUSE, INC

#### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4302 EAST JOTH AVE SUITE \$03 TAMPA, FLORIDA 33605

## ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHANES

### ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

MARC E. INGRAM
4302 EAST 10TH AVE
SUITE 403
THARA FL 33605

# ARTICLE V INCORPORATOR(S)

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

MARC E INGRAM

4302 EAST 10TH AVE

SUITE 403

TAMPA FL 33608

JOHN BOWE

4302 EAST 10TH AVE

SUITE 403

TAMPA FL 33605

The undersigned has(have) executed these Articles of Incorporation this

77H day of APRIL 19 97.

Signature/Title

Signature/Title



# CERTIFICATE OF DESIGNATION 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: BARGAIN SHULPEILS WAREHOUSE, INC.  |
|---|
| 2. The name and address of the registered agent and office is:  |
| MARCE INGRAM (NAME)   |
| 4302 EPST 107H AVE SUITE 403<br>(P.O. BOX NOT ACCEPTABLE)   |
| TAMPA FL 33605 (CITY/STATE/ZIP)   |
| (CITY/STATE/ZIP)  |
| SIGNATURE Mane (corporate officer)  TITLE PRESIDENT  DATE 4/2/97  |
| 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. |
| DATE 4/7/97   |

REGISTERED AGENT FILING FEE: \$35.00