

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Mercedes Store, Inc.

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DIVISION OF CORPORATION

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by AS 11/5 9:33
Name Date Time

Walk-In _____ Will Pick Up _____

RP
11-6-97

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ARTICLES OF INCORPORATION
OF
MERCEDES STORE, INC.

The undersigned, acting as the Incorporator of a Corporation organized under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

MERCEDES STORE, INC.

The principal place of business of this corporation shall be:

899 E Jeffrey Street #301 Boca Raton, Fl 33487

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE THOUSAND (5000) shares of common stock, each share having a par value of ONE DOLLAR PER SHARE (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business will be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation shall be:

899 E Jeffrey Street #301 Boca Raton, Fl 33487

and the name of the initial registered agent of this Corporation at that address is:

Cabot M. Carabott

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have one Directors and Officer initially. The number of Directors and Officers may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial Directors and Officers of this Corporation are:

1. Cabot M. Carabott
899 E Jeffrey Street #301, Boca Raton, Fl 33487
Director / President / Secretary / Treasurer

ARTICLE VIII - INCORPORATORS

The name and street address of the subscriber to these Articles of Incorporation is:

1. Cabot M. Carabott
899 E Jeffrey Street #301, Boca Raton, Fl 33487

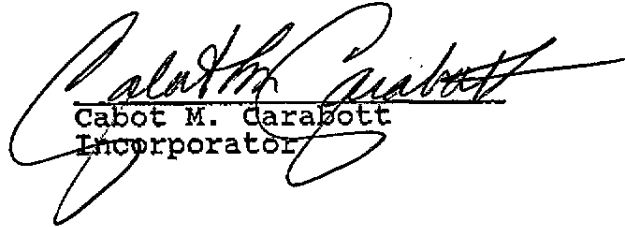
ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to full extent permitted by law.

ARTICLE X - AMENDMENT

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.

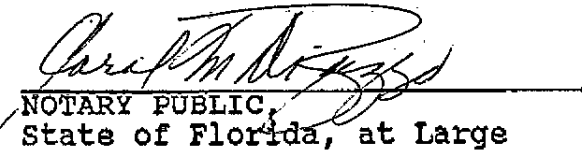
IN WITNESS WHEREFORE, the undersigned subscriber has executed these Articles of Incorporation, on this day :
November 3, 1997


Cabot M. Carabott
Incorporator

STATE OF FLORIDA)
 SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in and for the State and County set forth above, personally appeared Cabot M. Carabott known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on this day: November 3, 1997


NOTARY PUBLIC,
State of Florida, at Large

My Commission Expires



Carol W. Bizarzo
COMMISSION # CG603396 EXPIRES
November 21, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In Pursuance of Chapter 607.325, Florida Statutes, the following is submitted in compliance with said Act:

BE IT KNOWN THAT:

FIRST: That MERCEDES STORE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, at 899 E Jeffrey Street #301 Boca Raton, Fl 33487, has named Cabot M. Carabott located at 899 E Jeffrey Street #301 Boca Raton, Fl 33487 as its agent to accept Service of Process within Florida.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of said Act relative to keeping open said office.

DATED on this day: November 3, 1997

By: 

Cabot M. Carabott
Registered Agent