

P 99000042437

LAW & BUSINESS CENTER
6700 1/2 Stirling Rd.
Hollywood, Fl. 33024
(954) 894-8904

April 27, 1999

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

100002865611--3
-05/06/99--01086--002
*****78.75 *****78.75

Re: Select Merchandise, Inc.

Dear Sirs:

Enclosed please find two original Articles of Incorporation and two original Certificates of designation of Registered Agent.

Kindly file and forward a filed copy to Law and Business Center, 6700 1/2 Stirling Rd., Hollywood, Fl 33024.

I am enclosing a money order in the amount of \$478.75 to cover your fee.

Truly yours,



Jose F. Carreto

Enclosures
JFC/mr

FILED
99 MAY -6 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

slu/99
mjm

ARTICLES OF INCORPORATION

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 I NAME

The name of the Corporation shall be:

SELECT MERCHANDISE, INC.

ARTICLE II PRINCIPAL OFFICE

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

2655 Collins Avenue, Apt.1604

Miami Beach, Fl 33140

ARTICLE III SHARES

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

1000 shares no par value

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TALLAHASSEE, FLORIDA

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*John Maler
2655 Collins Avenue, Apt. 1604
Miami Beach, Fl 33140*

ARTICLE V INCORPORATORS

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

*John Maler
2655 Collins Avenue, Apt. 1604
Miami Beach, Fl 33140*

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 29th day of April, 1999.


John Maler

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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

The name of the Corporation is :

SELECT MERCHANDISE, INC.

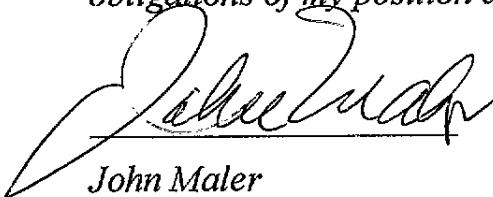
The name and address of the registered agent and office is:

John Maler

2655 Collins Avenue, Apt.1604

Miami Beach, Fl 33140

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


John Maler

Date 04/29/99

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99 MAY -6 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA