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FILED  
AUG 15 AM 8:48  
TALLAHASSEE, FLORIDA

August 6, 1995

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Department of State  
Corporate Records/  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of: **A&M 99 CENT STORE AND MORE, INC.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as: **A&M 99 CENT STORE AND MORE, INC.** is appreciated.

Respectfully,



Robert T. Cooper  
1141 C Hyacinth Pl.  
Wellington, FL 33414

8/19/96  
TB

ARTICLES OF INCORPORATION  
OF  
**A&M 99 CENT STORE AND MORE, INC.**

FILED  
MAY 15 1963  
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE ONE**

The name of the corporation is: **A&M 99 CENT STORE AND MORE, INC.** The principle address of the corporation is: 1141 C Hyacinth Pl., Wellington, FL 33414.

**ARTICLE TWO**

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE THREE**

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE FOUR**

This corporation is authorized to issue 100 shares of No Par Value Common Stock, which shall be designated as "Common Shares". The value of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just value to be fixed by the Board of Directors.

**ARTICLE FIVE**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

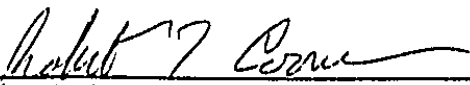
**ARTICLE SIX**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

**ARTICLE SEVEN**

The street address and mailing address of the initial principal registered office is: 1141 C Hyacinth Pl., Wellington, FL 33414, and the name of its initial registered agent of this corporation is: Robert T. Cooper.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
Robert T. Cooper

**ARTICLE EIGHT**

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the

shareholders. The name and address of the initial director of this corporation is:

Name	Mailing Address
Robert T. Cooper	1141 C Hyacinth Pl. Wellington, FL 33414

#### ARTICLE NINE

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

#### ARTICLE TEN

The name and address of the incorporator for this corporation is:

Robert T. Cooper  
1141 C Hyacinth Pl.  
Wellington, FL 33414

  
Incorporator: Robert T. Cooper

#### ARTICLE ELEVEN

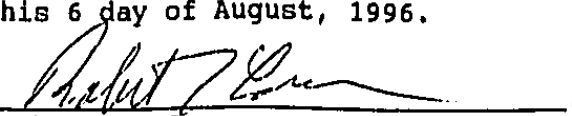
No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this

corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

#### ARTICLE TWELVE

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of August, 1996.

  
Robert T. Cooper

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

FILED  
MAY 15 1968  
CLERK OF DISTRICT COURT  
PALM BEACH COUNTY, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said act:

FIRST: that **A&M 99 CENT STORE AND MORE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Wellington, County of Palm Beach, State of Florida, has named Robert T. Cooper located at: 1141 C Hyacinth Pl., Wellington, FL 33414, City of Wellington, County of Palm Beach, State of Florida, as its agent to accept service of process with the state.

**ACKNOWLEDGEMENT: MUST BE SIGNED BY DESIGNATED AGENT**

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

BY:   
Robert T. Cooper  
Registered Agent

P96000068655

Requestor's Name

PARALEGAL ASSOCIATES  
332 W. BOYNTON BEACH BLVD, SUITE 4  
BOYNTON BEACH, FL 33438

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 600002048856--9
- 2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) -01/07/97--01111--021
- 3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \*\*\*\*\*35.00- \*\*\*\*\*35.00
- 4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in
- Mail out
- Pick up time \_\_\_\_\_
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED  
96 DEC 19 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Diss

Examiner's Initials LF

1-2-97

ARTICLES OF DISSOLUTION

FILED

96 DEC 19 AM 11:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation  
submits the following articles of dissolution:

FIRST: The name of the corporation is A&M 99 Cent Store  
and More, Inc.

SECOND: The articles of incorporation were filed on August 15, 1996.

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have  
been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 18 day of November, 19 96.

Signature Robert J. Cooper  
(By an incorporator if adopted by the incorporators or by the chairman or  
vice chairman of the board, president, or other officer if adopted by the  
directors)

Robert J. Cooper  
(Typed or printed name)

President  
(Title)