

F9500002521

DAVID S. W. FANG
A PROFESSIONAL CORPORATION
UNION BANK BUILDING
17800 CASTLETON STREET, SUITE 168
CITY OF INDUSTRY, CALIFORNIA 91748
TELEPHONE: (818) 854-5787
FAX: (818) 354-5785

May 8, 1995

Certified Mail--Return Receipt Requested

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

000001486960
-05/15/95--01010--003
*****70.00 *****70.00

W95-10250

RE: Applicant : Dollar Empire Inc.
Reservation Number : R95000001688
Application by Foreign Corporation for
Authorization to Transact Business in Florida

Dear Sir or Madam:

This office is retained by Dollar Empire Inc. in connection with the application by foreign corporation for authorization to transact business in Florida.

In support of this matter, please find the following documents for your processing:

1. An original Application Form;
2. Three copy of Application Form;
3. Certificate of Good Standing in State of California;
4. Copy of Name Reservation; and,
5. Filing fee -- \$70.00.

Please file the original with your office, stamp the photocopy showing the filing information and return it to this office with the envelope provided herein.

Thank you for your prompt attention and assistant.

Very truly yours,

David S.W. Fang
David S.W. Fang
Attorney at Law

Encls.

95124
FILED
DIVISION OF CORPORATIONS
95 MAY 24 AM 9:00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Dollar Empire Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. California 3. 95-4379183
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07-01-92 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Not yet
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 5801 S. Boyle Ave.
Vernon, CA 90058
(Current mailing address)

8. General Merchandise Wholesale Distribution
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Wei-Kai WU
Office Address: 4805 NW 165 St.
Miami, Florida, 33014
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X 
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 24 AM 9:00

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Wei-Kai Wu
Address: 4805 NW 165 St.
Miami, FL 33014

Vice Chairman: Wei-Kai Wu
Address: 4805 NW 165 St.
Miami, FL 33014

Secretary: Wei-Kai Wu
Address: 4805 NW 165 St.
Miami, FL 33014

Director: _____
Address: _____

B. OFFICERS

President: Wei-Kai Wu
Address: 4805 NW 165 St.
Miami, FL 33014


Vice President: _____
Address: _____

Secretary: _____
Address: _____

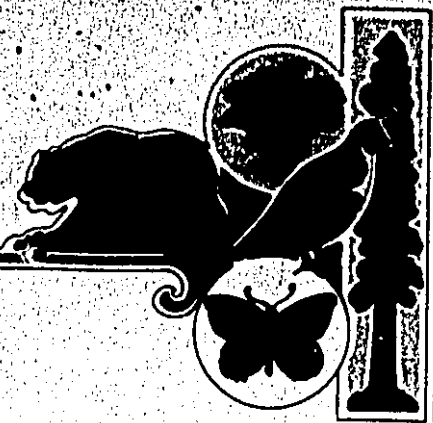
Treasurer: _____
Address: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 MAY 24 AM 9:08

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Wei-Kai Wu, President
(Typed or printed name and capacity of person signing application)



State of California

SECRETARY OF STATE



CERTIFICATE OF STATUS DOMESTIC CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 24 AM 9:08

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 1st day of July, 19 92,

DOLLAR EMPIRE INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

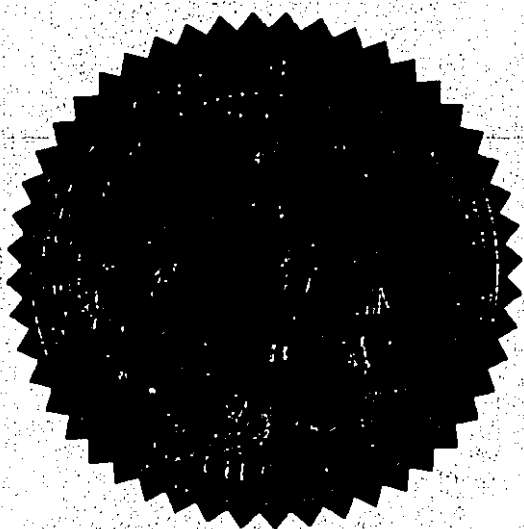
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 28th day of April, 1995



Bill Jones
BILL JONES
Secretary of State