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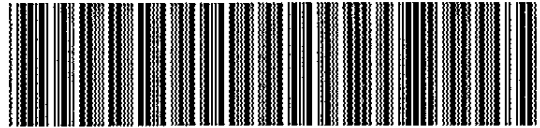
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04 MAR -1 AM 10:22  
SEALING STATE  
TALLAHASSEE, FLORIDA



**INC CHEAP, INC.**

101 MAIN STREET SUITE ONE  
TAPPAN, NEW YORK 10983

1-888-891-9440  
www.inccheap.com

February 24, 2004

Division of Corporations  
Florida Department of State  
406 E. Gaines Street  
Tallahassee, FL 32399

Re: Articles of Incorporation for Nickles and Dimes Inc. (Not For Profit)

Dear Sir or Madam:

Please file that attached Articles of Incorporation - NFP. I have enclosed 1 check for the filing fees for the filing fees & certified copies for \$78.75.

Please return evidence to me, via mail, at the address below:

Inc Cheap, Inc.  
Attention: Irene Lovett  
101 Main Street, Suite One  
Tappan, NY 10983

Please let me know if you have any questions or problems with this request. I can be reached at 888.891.9440.

Thank you!

Sincerely,

Irene F. Lovett

ARTICLES OF INCORPORATION  
Of

Nickles and Dimes Inc.

In Compliance with Chapter 617, F.S., (Not for Profit)

FILED

04 MAR -1 AM 10: 22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

Nickles and Dimes Inc.

ARTICLE II

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

6878 NW 20<sup>th</sup> Avenue  
Fort Lauderdale, FL 33309

ARTICLE III

The purpose for which the corporation is organized is:

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE IV

The manner in which the directors are elected or appointed:

The Directors will be appointed by the Incorporator in the Statement of Organization by Incorporator.

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#### ARTICLE V

The initial Directors and/or Officers of the Corporation are as follows.  
List names, addresses and specific titles:

1. Gladys Thomas, 6878 NW 20<sup>th</sup> Avenue, Fort Lauderdale, FL 33309,  
Director
2. Ada Ronke Williams, 607 Caboose Court, Chcsapeake, VA 23320,  
Director
3. Hector Kachi Thomas, 1070 SW 46<sup>th</sup> Avenue, #111, Pompano Beach, FL  
33069, Director
4. Desmond G. Thomas, 6878 NW 20<sup>th</sup> Avenue, Fort Lauderdale, FL  
33309, Director

#### ARTICLE VI

The name and Florida street address of the registered agent is:

Gladys Thomas, 6878 NW 20<sup>th</sup> Avenue, Fort Lauderdale, FL 33309

#### ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 6 thereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE VIII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of the section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed

shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

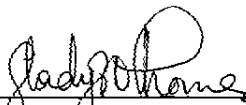
ARTICLE IX

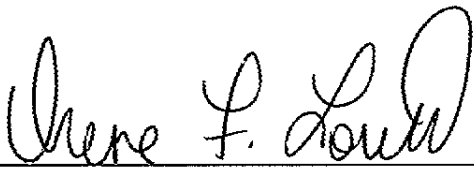
The name and address of the Incorporator is:

Irene F. Lovett, 101 Main Street, Suite One, Tappan, NY 10983

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*I, Gladys Thomas, having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Signature/Registered Agent      Date  
Gladys Thomas      2-27-2004

  
\_\_\_\_\_  
Signature/Incorporator      Date  
Irene F. Lovett      2-24-2004