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Nancy B. Fisher
2830 Riverside Dr. Unit 101
Coral Springs, FL 33065

City/State/Zip

Phone #

954-753-9854

FILED
00 FEB -2 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

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

1. _____
(Corporation Name) (Document #)

2. _____
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(Corporation Name) (Document #)

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

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 20, 1999

NANCY B. FISHER
2830 RIVERSIDE DR., UNIT 101
CORAL SPRINGS, FL 33065

SUBJECT: DOLLARS & SENSE, INC.
Ref. Number: W99000028951

We have received your document for DOLLARS & SENSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 499A00059499

ARTICLES OF INCORPORATION
OF
DOLLARS MAKE SENSE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is:

Dollars Make Sense, Inc.
5100 W. Commercial Blvd., Suite 10
Tamarac, FL 33319

ARTICLE II
COMMENCEMENT AND DURATION

This corporation shall commence business on filing of these Articles. Its existence shall be perpetual.

ARTICLE III
PURPOSE

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Corporation Act. The principal business activity shall be resale of cellular telephones and beepers.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares and its par value that this corporation is authorized to have outstanding at any one time is 10,000 shares. No Par Value.

ARTICLE V PREEMPTIVE RIGHTS

Each Stockholder of the corporation shall have the right to purchase or subscribe for, at the par value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed, or by any Amendment thereof or out of shares of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or,

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent, any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VI MANAGEMENT

This corporation shall have no Board of Directors, and all of the powers shall be exercised by, and the business affairs of the corporation shall be managed under the Officers of the Corporation.

ARTICLE VII SPECIAL STOCKHOLDERS MEETINGS-CALL

Special meeting of the Stockholders may be called at any time for any time for any purpose by an officer of the corporation of the holders of twenty (20%) percent of all outstanding shares.

ARTICLE VIII STOCKHOLDERS RIGHTS & RESERVATION OF POWER TO ADOPT, AMEND, AND REPEAL BY-LAWS

The power to make, alter or amend and repeal the By-Laws of the corporation shall be reserved to the Stockholders of the corporation.

ARTICLE IX

STOCK TRANSFERS-CORPORATIONS RIGHT OF FIRST REFUSAL

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder, shall be sent via Registered or Certified mail to the corporation at its principal place of business, and shall remain open for acceptance by the corporation for a period of ninety (90) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any Stockholder, the corporation shall have the right to purchase all shares owned by such Stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the Executor, Administrator, or the Personal Representative of each Stockholder. Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such Articles is on file at the principal office of the corporation."

ARTICLE X

REGISTERED AGENT REGISTERED OFFICE

The street address of the initial principal registered office of the corporation is:

5100 W. Commercial Blvd., Suite 10
Tamarac, FL 33319

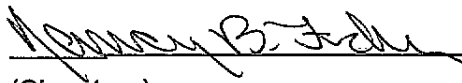
The name and mailing address of the Registered Agent is:

Nancy B. Fisher
2830 Riverside Dr., Unit 101
Coral Springs, FL 33065

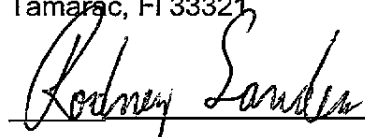
ARTICLE XI
INCORPORATORS

The name and address of the incorporators:

Nancy B. Fisher
2830 Riverside Dr., Unit 101
Coral Springs, FL 33065

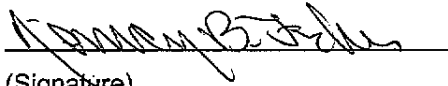

(Signature)

Rodney L. Sanders
6310 NW 89th Ave.
Tamarac, FL 33321


(Signature)

CERTIFICATE OF DESIGNATION/ REGISTERED AGENT

I, Nancy B. Fisher, having been named to accept service of process for the above named corporation, at the place designated in the certificate, accept the office of Registered Agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes. I am located at 2830 Riverside Dr., Unit 101, Coral Springs, Fl 33065


(Signature)

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SECRETARY OF STATE
TALLAHASSEE, FL 09117