

PARADISE 50209

LARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. BUYBARGAIN WEAR.COM, INC.

(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Statute

NEW FILINGS	
<input checked="" 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

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

FILED
00 MAY 22 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAY 22 AM 10:33
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

500003261365--0
-05/22/00-01024-008
*****78.75 *****78.75

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
buybargainwear.com, inc.**

FILED
00 MAY 22 PM 1:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED hereby associate themselves for the purpose of becoming a corporation pursuant to Florida Statutes 607 under the laws of the State of Florida (Florida General Corporation Act F.S. 607), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

buybargainwear.com, inc. and the principle place of business and mailing address is
10072 NW 53rd Street, Sunrise, Florida 33351.

ARTICLE II

The duration of this corporation shall be perpetual and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Laws of the State of Florida pursuant to Florida Statutes 607.

ARTICLE IV

The total authorized shares:

1. Common Shares- 100 shares valued at \$10.00 a share to Adam T. Jacobs.
2. Common Shares- 100 shares valued at \$10.00 a share to Eric Addlestone.

Preferred Shares none.

3. A statement of all or any of the relative rights, preferences and limitations of the shares are as follows:

Each Shareholder is a member of the Board of Directors and elects an appoints one member as an officer of the corporation.

4. All shares of common stock are not transferable and are restricted. The corporation has the sole option to buy back the shares at their value within 90 days of notification that a shareholder has died, has been declared incompetent, retired, or no longer wants to be associated with the corporation.
5. If a vacancy exists on the Board of Directors the shareholder that elected the prior director may appoint a director to fill the position.

ARTICLE V

The holders of the outstanding common stock shall be entitled to receive, when and as declared by a unanimous vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the Corporation.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of common stock, shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

This corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapter 607, as it now exists or may be hereafter amended: including but not limited to any lawful purpose pursuant to the laws of the State of Florida.

1. The address of the registered office is:
15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014
2. The name of the registered agent at the registered at the registered office is:
Rick S. Jacobs, Esq.

ARTICLE VII

The names and addresses of the incorporators are as follows:

Adam T. Jacobs, 10072 NW 53rd Street, Sunrise, Florida 33351.
Eric Addlestone, 10072 NW 53rd Street, Sunrise, Florida 33351.

ARTICLE IX

1. The shareholders may amend these articles of incorporation by a unanimous vote of the shareholders. All Shareholders must be present at the meeting to have a quorum.
2. The officers of the corporation can only be removed by the director who appointed that officer.
3. The shareholders must amend the by-laws by a unanimous vote.

ARTICLE X

This corporation shall have two (2) Directors initially. The numbers of Directors may either be increased or decrease from time to time and will be reflected in the By-laws of this corporation, but shall never be less than one (1) Director. The names and addresses of the initial directors of this corporation are:

Adam T. Jacobs, Director, 10072 NW 53rd Street, Sunrise, Florida 33351.
Eric Addlestone, Director, 10072 NW 53rd Street, Sunrise, Florida 33351.

The name and addresses of the persons signing these Articles of Incorporation are:

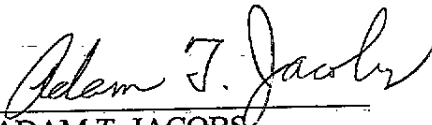
Adam T. Jacobs, Director, 10072 NW 53rd Street, Sunrise, Florida 33351.

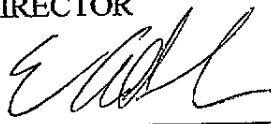
Eric Addlestone, Director, 10072 NW 53rd Street, Sunrise, Florida 33351.

ARTICLE XI

This corporation reserves the right to repeal any provision or provisions contained in these articles of incorporation or any amendment hereto, and any right conferred on the shareholders is subject to this reservation.

The undersigned subscriber has executed these Articles of Incorporation this 18TH day of MAY 2000.


ADAM T. JACOBS,
DIRECTOR


ERIC ADDLESTONE,
DIRECTOR

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me, the undersigned authority, personally appeared Adam T. Jacobs and Eric Addlestone, to me well known to be the persons who executed the foregoing Articles of Incorporation and acknowledge before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

In WITNESS WHEREOF, I have set my hand and seal hereunto this 18 day of

MAY 2000.


NOTARY PUBLIC

My Commissions Expires:

 **SETH GISSEN**
COMMISSION # CC 557709
EXPIRES JUL 12, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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

Pursuant to Chapter 607 Florida Statutes, the following is submitted, in compliance with
said Act:

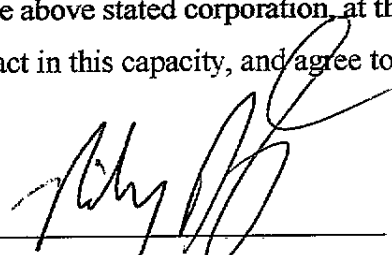
First that buybargainwear.com, inc.,

Desiring to organize under the laws of the State of Florida with its principle office
as indicated in the Articles of Incorporation in the County of Broward, State of
Florida, has named Rick S. Jacobs, Esq. 15495 Eagle Nest Lane, Suite 100,
Miami Lakes, Florida 33014.

County of Miami-Dade, State of Florida, as its agent to accept service of process within
this State.

ACKNOWLEDGEMENT:

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



RICK S. JACOBS REGISTERED
AGENT FOR buybargainwear.com, inc.

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me, the undersigned authority, personally appeared Rick S. Jacobs, to me well
known to be the persons who executed the foregoing and acknowledged before me
according to law, that they made and subscribed the same for the purposes therein
mentioned and set forth.

In WITNESS WHEREOF, I have set my hand and seal hereunto this 18 day of

MAY 2000.

My Commissions Expires:

 **SETH GISSEN**
COMMISSION # CC 567709
EXPIRES JUL 12, 2000
BONDED THRU
ATI ANTIC BONDING CO., INC.



NOTARY PUBLIC

FILED
00 MAY 22 PM 1:40
TALLAHASSEE FLORIDA
SECRETARY OF STATE