Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

BEST QUALITY DISCOUNT WAREHOUSE, INC. NEW AND USED CLOTHES

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 21, 2000

EMPIRE

SUBJECT: BEST QUALITY DISCOUNT WAREHOUSE, INC.

NEW AND USED CLOTHES REF: W00000015757

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IS THAT HOW THE NAME IS SUPPOSE TO READ? IF NEW AND USED CLOTHES IS NOT PART OF THE NAME THAN PLEASE REMOVE IT FROM THE ARTICLES.

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Neysa Culligan Document Specialist FAX Aud. #: H00000033043 Letter Number: 000A00035161

Yes. it's part of corp. name ...

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the State of Florida Business Corporate Act. pursuant to section 607.0201, Florida Statutes, hereby adopt the following Articles of Incorporation.

ARTICLE 1. NAME

The name of the corporation is as follow:

BEST QUALITY DISCOUNT WAREHOUSE, NEW AND USED CLOTHES

ARTICLE II. PRINCIPAL OFFICE

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

BEIST QUALITY DISCOUNT WAREHOUSE, INC. NEW AND USED CLOTHES.

925 N.W. 126TE STREET NORTH MIAMI, FLORIDA 33168

ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have issued and outstanding any one time is 50,000,000 shares at a par value of \$.01.

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ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is

Max Journel Hogarth 925 N.W. 126th Street North Miami, Florida 33169

ARTICLE V. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is

INCORPORATOR
Max Journel Hogarth
925 N.W. 126th Street
Miami, Florida 33168

OFFICE PRESIDENT

INCORPORATOR
Hope Bond
925 N.W. 126th Street
MIAMI, FLORIDA 33168

VICE-PRESIDENT

INCORPORATOR Eliana H. Medina 925 N.W. 126th Street Miami, Florida 33168 SECRETARY

INCORPORATOR Ronald Laurent 925 N.W. 126th Street Miami, Florida 33168 Director

The undersigned incorporator has executed these Articles of Incorporation this 15th day of June, 2000.

May Signature Hearts

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H00000033043 CERTIFICATE OF DESIGNATION OF REGISTERED

PURSUANT TO THE PROVISION OF SECTION 607.0501. FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMIT THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

AGENT/REGISTERED OFFICE

- 1. The name of the corporation is

 BEST QUALITY DISCOUNT WAREHOUSE, INC.

 NEW AND USED CLOTEES
- 2. The name and address of the registered agent and office is

MAX JOURNEL HOGARTH 925 N.W. 126TH STREET NORTH MIAMI, FLORIDA 33168

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

May Adumo Hogan

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ALLAHASSEE, FLORIDA