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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

DISCOUNT DEPOT INC.

Certificate of Status	0
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B. McKnight OCT 10 2000

ARTICLES OF INCORPORATION
of

DISCOUNT DEPOT INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DISCOUNT DEPOT INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Company is authorized to issue Five Hundred shares (500) of one Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if know, or the mailing address of the corporation is:

NAME	DISCOUNT DEPOT INC.
ADDRESS	1247 FLORIDA AVE
CITY, STATE, ZIP	PALM HARBOR, FLORIDA 34683

The name and street address if the Initial Registered Agent of this Corporation is:

NAME	ARTHUR SUSSMAN
ADDRESS	1316 HICKORY MOSS PLACE
CITY, STATE, ZIP	NEW PORT RICHEY, FLORIDA 34655

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).
The names and addresses of the initial director(s) of the corporation are as follows:

NAME	ARTHUR SUSSMAN
ADDRESS	1316 HICKORY MOSS PLACE
CITY, STATE, ZIP	NEW PORT RICHEY, FLORIDA 34655
NAME	JOHN PENCE
ADDRESS	2021 20 TH AVE PARKWAY
CITY, STATE, ZIP	INDIAN ROCKS BEACH, FLORIDA 34635
NAME	
ADDRESS	
CITY, STATE, ZIP	

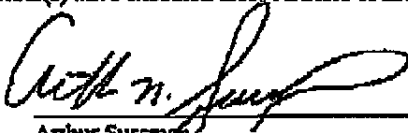
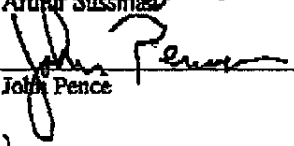
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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ARTHUR SUSSMAN
ADDRESS	1316 HICKORY MOSS PLACE
CITY, STATE, ZIP	NEW PORT RICHEY, FLORIDA 34635
NAME	JOHN PENCE
ADDRESS	2021 20 TH AVE PARKWAY
CITY, STATE, ZIP	INDIAN ROCKS BEACH, FLORIDA 34635
NAME	
ADDRESS	
CITY, STATE, ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation the 06th Day of October, 2000

 (Seal)
 Arthur Sussman
 (Seal)
 John Pence

STATE OF FLORIDA

§§

COUNTY OF PINELLAS _____)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally
 Arthur Sussman, John Pence

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who
 acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid,
 this 06 day of October, 2000

(Notary Seal)

(Notary Public, State of Florida At Large)

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

DISCOUNT DEPOT INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
is registered office as indicated in the Articles of Incorporation at:

1316 HICKORY MOSS PLACE

NEW PORT RICHEY, FLORIDA 34655


has named

ARTHUR SUSSMAN

located at the aforesaid address, as its Registered Agent to accept service of process
within the state.

ACKNOWLEDGMENT

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 Florida Law in keeping open said office.

X 
(Arthur Sussman - registered agent)