

P01000020943

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500003758455--9
-02/23/01--01072--005
*****78.75 *****78.75

SUBJECT: DOLLARS & CENTS INC

(proposed corporate name)

FILED
01 FEB 23 PM 12:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Enclosed is an original and one (1) copy of the articles of incorporation and our
check for \$ 78.75.

FROM:

NAME:	Stephen F. Carano
ADDRESS:	7260 SW 20 th St
CITY, STATE, ZIP:	Plantation, FL 33317
TELEPHONE:	954-584-2799
	476-2146

Note: Please provide the original and one copy of the Articles.

W01-4430
2-26-01

ARTICLES OF INCORPORATION OF

"DOLLARS & CENTS INC."

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME: The name of the corporation shall be:

"DOLLARS & CENTS INC."

ARTICLE II PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation shall be:

7260 SW 20th St
Plantation, Fl 33317

ARTICLE III SHARES: The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10000-shares of common stock at a par value of \$.10 cents per share. The corporation will not commence business until at least one thousand dollars been received by it as consideration for the issuance of stock. Cumulative voting of shares is not authorized. There are no provisions limiting or denying the shareholders the preemptive right to acquire additional or treasury shares of stock.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agent is:

Stephen F. Carano
7260 SW 20th St
Plantation, Fl 33317

ARTICLE V INCORPORATOR(S): The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Stephen F. Carano; 7260 SW 20th St; Plantation, Fl 33317
Catherine M. Carano; 7260 SW 20th St; Plantation, Fl 33317

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE VI BOARD OF DIRECTORS: The number of directors constituting the initial board of directors of the corporation is 2 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Stephen F. Carano; 7260 SW 20th St; Plantation, Fl 33317
Catherine M. Carano; 7260 SW 20th St; Plantation, Fl 33317

The undersigned incorporator(s) has(have) executed these Articles of Incorporation
this 16 day of FEB, 2001.

Signature: Stephen F. Carano
Signature: Catherine M. Carano
Signature: _____

Articles of Incorporation

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

DOLLARS & CENTS INC.
7260 SW 20th St
Plantation, Fl 33317

2. The name and address of the registered agent and office is:

Stephen F. Carano
7260 SW 20th St
Plantation, Fl 33317

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

DATE: _____

Stephen F. Carano
2/16/01