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Requester's Name

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. _____
(Corporation Name) (Document #)

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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

Examiner's Initials

CR2E031(7/97)

D. BROWN JUN - 4 2001 ✓

**ARTICLES OF INCORPORATION
OF
CLOSE OUT CONCEPTS. COM , INC.**

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I, the undersigned , do hereby associate ourselves together for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida , providing for the formation , liability, rights, privileges, and immunities of corporation for profit , and for that purpose , do hereby certify , declare and set forth as follows, to wit:

ARTICLE I

NAME: The name and address of this corporation shall be:

CLOSE OUT CONCEPTS. COM, INC.
3450 South Ocean Blvd. Unit 807 , Palm Beach, Fl. 33480

ARTICLE II

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is : the transaction of any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE III

TERMS OF EXISTENCE: This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV

CAPITAL STOCK: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is one thousand shares (1000) of common stock with par value. The consideration to be paid for each share will be One Dollar (\$1.00) per share.

ARTICLE V

INITIAL CAPITAL : The amount of capital with which this corporation shall commence business shall be **\$1000.00**

ARTICLE VI

REGISTERED AGENT AND REGISTERED OFFICE : The Registered Agent of said corporation shall be : **AMI PHILLIPPE DE LA MER**

The Registered Office of Registered Agent being:

3450 South Ocean Blvd. Unit 807, Palm Beach, Fl. 33480

ARTICLE VII

OFFICERS AND DIRECTORS : The names and post office addresses of the first directors of this corporation who shall hold office for the first year or until their successors are chosen shall be:

AMI PHILLIPPE DE LA MER / PRESIDENT

The corporation shall have at least one and no more than 1 director and no person shall be required to own, hold or to control stock in the corporation as a condition precedent to holding any office in this corporation.

ARTICLE VII

SUBSCRIBERS: The names of the subscribers to these Articles of Incorporation, and the number of shares each agrees to take are as follows:

AMI PHILLIPPE DE LA MER / 1000 SHARES

ARTICLE IX

OFFICERS: The officers of this corporation shall be a President and such other officers and agents as may be necessary. All officers and agents, and factors as may be deemed necessary, shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed in the by-laws or determined by the Board of Directors.

Any person may hold two or more offices. This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE X

POWERS : This corporation shall have the following powers:

A. to have a corporation seal, which may be altered at pleasure, and to use the same by causing it, or facsimile thereof to be impressed affixed, or any other manner reproduced.

B. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise

deal in, and with real or personal property or any interest therein whenever situated.

C. To sell, convey, mortgage, pledge, create, a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.

D. To lend money to and use the credit to assist the officers and employees in accordance with Florida State sec. 607.141.

E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and

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of the directors, officers and employees of its subsidiaries.

N. To be a promoter , incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

O. To have and exercise all powers necessary or convenient to affect the purpose of this corporation.

I, Ami Phillippe De La Mer do hereby accept service of process for **Close Out Concepts .Com, Inc.**



Ami Phillippe De La Mer / President

The undersigned has executed these Articles of Incorporation this 17th day of May, 2001.



Ami Phillippe De La Mer - Incorporator

The foregoing Article of Incorporation were prepared and submitted by
Charles F. Kline, Esquire , 831 N. Dixie Hwy., Lake Worth, Fl. 33460