

PA1000065030

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

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000077256 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

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

01 JUN 29 PM 4:18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

NOW OR NEVER LIQUIDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

(850)487-6013

06/29/01 12:40 Fl Dept of State

pi /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 29, 2001

FAS-T

SUBJECT: NOW OR NEVER LIQUIDATION, INC.
REF: WD1000015086

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

If you have any further questions concerning your document, please call (850) 487-6052.

Neysa Culligan
Document Specialist
New Filing Section

FAX Aud. #: H01000077256
Letter Number: 601A00039269

ARTICLES OF INCORPORATION
OF
NOW OR NEVER LIQUIDATION, INC.

WE, DANIEL APELBOIM, MORRIS CHESLA, DAVID JARAMILLO, and
MARIA MARINEAU being of legal age, do hereby sign these presents for the purpose of
becoming a Corporation under the laws of the State of Florida authorizing the formation
of Corporations.

These Articles of Incorporation are to be effective on the 27 day of
JUNE, 2001. (If no date is inserted, these articles are to be effective as of the date
of filing with the Secretary of State).

ARTICLE I

The name of the Corporation shall be:

NOW OR NEVER LIQUIDATION, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted
and carried on are to do any and all things mentioned, as fully and to the same extent as
natural persons might or could do, viz:

LIQUIDATION SALES

And do any all things matters necessary and appertaining thereto and further enabling this

Prepared by Carol Serchay, Accountant
5300 NW 33 Avenue
Suite 117
Fort Lauderdale, Florida 33309
954-484-3900

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 29 PM 4:18

Corporation to engage in any activity or business permitted under the laws of the United States and of Chapter 607 of the Florida Statutes and any successor or supplemental statute or authority; to purchase, hold, sell and transfer shares of its own capital stock; subject however, to such limitations as may be provided by law, capital stock owned by the corporation shall not be voted upon directly, nor counted as outstanding for the purpose of any stockholders' quorum or vote; and to do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes thereafter or before enumerated of incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise; and to exercise all of the powers which are now or may hereinafter be conferred upon the corporation generally by the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

ONE THOUSAND (1,000) SHARES,
ONE (1.00) DOLLAR PAR VALUE,
COMMON STOCK

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V

The initial address of said corporation shall be:

5300 NW 33 AVE STE 117

FT LAUDERDALE, FL 33309

With the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE VI

The number of Directors of this Corporation shall be not less than one (1) nor more than three (3), and the initial Board Of Directors of this Corporation shall be comprised of ONE (1) member.

ARTICLE VII

The names and street addresses of the persons who are appointed to act as directors until the first annual meeting of the Stockholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

DANIEL APELBOIM

255 CODRINGTON DR
FORT LAUDERDALE, FL 33308

MORRIS CHESLA

1088 DEERWOOD LANE
WESTON, FL 33326

DAVID JARAMILLO

12204 SW 132 CT
MIAMI, FL 33186

MARIA MARINEAU

9621 FOUNTAINBLEAU BLVD #412
MIAMI, FL 33172

ARTICLE VIII

The name and addresses of the persons signing these Articles of Incorporation as a Subscriber and the number of shares each has agreed to purchase are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
DANNY APELBOIM	255 CODRINGTON DR FORT LAUDERDALE, 33308	175
MORRIS CHESLA	1088 DEERWOOD LANE WESTON, FL 33326	175
DAVID JARAMILLO	12204 SW 132 CT MIAMI, FL 33186	75
MARIA MARINEAU	9621 FOUNTAINBLEAU BLVD #412 MIAMI, FL 33172	75

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE X

The address of the registered office of this Corporation shall be

5300 NW 33 AVE STE 117

FT LAUDERDALE, FL 33309

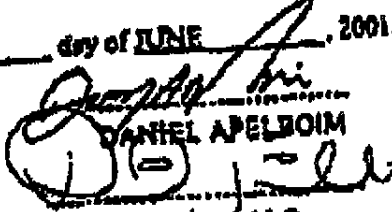
ARTICLE XI


The Corporation has designated as its Registered Agent, ALLAN SERCHAY, who is a resident of the State of Florida, and whose business office is the same as that of the Registered Office.

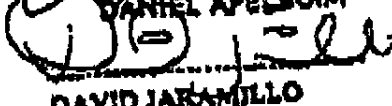
IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a Corporation pursuant to the corporation laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do


agrec to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set forth our hand and seal at Fort Lauderdale, Broward County, Florida, this

22 day of JUNE, 2001.

 DANIEL APELBOIM

 MORRIS CHESLA

 DAVID JARAMILLO

 MARIA MARINEAU

STATE OF FLORIDA)
) SS
COUNTY OF)

BEFORE ME, the undersigned authority, personally appeared DANIEL APELBOIM, MORRIS CHESLA, DAVID JARAMILLO, and MARIA MARINEAU personally known to me to be the individual described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Broward County,

Florida, this day of JUNE, 2001.

FLORIDA



Carol Serchay

NOTARY PUBLIC - STATE OF

My commission Expires:

ACKNOWLEDGMENT

Having been named as Registered Agent for the Above stated Corporation at the place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of all applicable statutes relative to keeping open such offices.


REGISTERED AGENT
ALLAN SERCHAY

01 JUN 29 PM 4:18
SECRETARY OF STATE
DIVISION OF CORPORATIONS