

LAW OFFICES
DENIS A. COHRS
A PROFESSIONAL CORPORATION

2575 Ulmerton Road • SUITE 210 • CLEARWATER, FLORIDA 33762

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January 9, 2002

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Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of DJ's Discount Smoke Shops, Inc.


Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Incorporation of the above-referenced corporation. Please file these Articles and return one filed-stamp copy to this office in the enclosed envelope.

Additionally, enclosed is this firm's check made payable to the Florida Secretary of State in the amount of \$70.00 in payment of the required filing fees.

Should you have any questions with respect to this matter, please do not hesitate to contact us.

Sincerely,


Denis A. Cohrs

DAC/kr
Enclosures

FILED
2002 JAN 14 PM 2:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

\$118/02

EFFECTIVE DATE

01/09/02

ARTICLES OF INCORPORATION
OF

DJ'S DISCOUNT SMOKE SHOPS, INC

FILED

2002 JAN 14 PM 2:28

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned incorporator, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Mailing Address

The name of this corporation shall be:

DJ's Discount Smoke Shops, Inc.

The address of the principal office and the mailing address of this corporation is:

**3021 Brookfield Lane
Clearwater, FL 33761**

ARTICLE II

Existence of Corporation

This corporation shall begin existence on the 9th day of January, 2002, and shall thereafter have perpetual existence.

ARTICLE III

Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
Powers

This corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (2000), as may be amended from time-to-time.

ARTICLE V
Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) There shall be no preemptive rights granted to the holders of any stock in the corporation.

ARTICLE VI
Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

**2575 Ulmerton Road, Suite 210
Clearwater, Florida 33762**

and the name of the corporation's initial registered agent at such address is:

Denis A. Cohrs

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (2000), as may be amended from time-to-time.

ARTICLE VII
Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be two (2), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Janet Sue Kern	3021 Brookfield Lane Clearwater, FL
Lewis Duane Kern	3021 Brookfield Lane Clearwater, FL

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII
Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Janet Sue Kern	3021 Brookfield Lane Clearwater, FL 33761

ARTICLE IX
Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (2000), as amended from time-to-time.

ARTICLE X
Amendment of Articles of Incorporation

The 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 statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the
uses and purposes therein stated.

Janet Sue Kern
Janet Sue Kern
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this 9th day of January, 2002,
personally appeared **Janet Sue Kern**, to me well known to be the persons described in
and who signed the foregoing Articles of Incorporation, and acknowledged to me that he
executed the same freely and voluntarily for the uses and purposes therein expressed and
who () are personally known to me or (X) produced an Florida Driver's License as
identification.

WITNESS my hand and official seal the date aforesaid.

Elizabeth E. Saperstein
Elizabeth E. Saperstein
(Print Name of Notary Public)
Notary Public for State of Florida
My Commission Expires:
(SEAL)



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (2000).

DATED this 9th day of January, 2002.



Denis A. Cohrs,
Registered Agent

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this 9th day of January, 2002, personally appeared **Denis A. Cohrs**, to me well known to be the persons described in and who signed the foregoing Acceptance of Registered Agent, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed and who () are personally known to me or (X) produced a Florida Driver's License as identification.

WITNESS my hand and official seal the date aforesaid.

Elizabeth E. Saperstein
Elizabeth E. Saperstein
(Print Name of Notary Public)
Notary Public for State of Florida
My Commission Expires:
(SEAL)

