Florida Department of State

Division of Corporations

Public Access System Katherine Harris, Secretary of State

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Division of Corporations

Fax Number

: (850)205-0381

From:

: FAS-T CORP. AGENTS, INC. Account Name

Account Number : 071001002335 : (305)599-0839 Phone Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

DOLLAR + DISCOUNT STORE II, INC.

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| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | _02-(3) |
| Estimated Charge | \$78.75 |

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Articles of Incorporation ŌΞ DOLLAR + DISCOUNT STORE II, INC.

The UNDERSIGNED Subscriber to these Articles of Incorporation is a natural person competent to contract and whom I hereby associate myself with to form a corporation under the laws of the State of Florida.

The name of the corporation shall be DOLLAR + DISCOUNT STORE II, INC.

The corporation may engage in any and all lawful businesses, joint ventures, and projects and engage in any business(s) that are permissible under the United State and of the State of Florida.

The authorized capital of this corporation shall be 1,000 shares of common stocks of \$1.00 (one US dollar) par value.

Article IV

The principal place of corporation shall be: 162 NORTH POWERLINE ROAD POMPANO BEACH, FL 33069

Articles V

The initial registered agent and the incorporator for the corporation is:

SALIM SABUR

162 NORTH POWERLINE ROAD POMPANO BEACH, FL 33069

The corporation shall not have less than one shareholder as provided by the by-laws. The number Article VI of directors may increase or decrease with the consent of all stockholders. The power to adopt, alter, amend or otherwise dissolve the corporation shall be vested to the Board of Directors.

The following shall constitute the first Board of Directors and officers of the corporation:

Name

Position

Address

SALIM SABUR

PRESIDENT

162 NORTH POWERLINE ROAD POMPANO BEACH, FL 33069

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Article VIII

The private property of the stockholder(s) shall not be subject to the payment of any corporate debt to any extent whatever.

Article IX

Subject to the provisions and conditions of this article, the corporation shall full power and lawful authority to accept properties, labor, and services in the lieu of payment of shares of its capital stock(s) at an appropriate evaluation to be fixed by the Board of Directors.

Article X

The director(s) of the corporation may transact business, borrow, lend, deal or contract with the corporation and with other person(s) competent and authorized to enter into contract to full extent but only subject to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

Article XI

The corporation shall indemnify each director and officer of the corporation against all or any expenses reasonable incurred by them in connection with or arising out of any action, suit, or proceeding in which he/she may be involved, by reason of him/her being or having been the director or officer of the corporation, to the fullest extent permitted but subject only to the limitations and provisions of the laws of the State to Florida and laws of the United States.

Article XII

The duration of the corporation shall be perpetual.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

In pursuant to chapter 607.034 of the State of Florida statutes, the following is submitted: First, that DOLLAR + DISCOUNT STORE II, INC. is desiring to incorporate under the laws of the State of Florida, with its principal office, as stated in the articles of incorporation, has named SALIM SABUR, as an agent to accept services of process within this State.

Second, having been name to accept services of process for the corporation, at the place designated in this certification, I hereby agree to accept in this capacity and I further agree to comply with the provisions of all statutes relative to the complete and proper performance of my duties.

PRESIDENT/INCORPORATOR

Date: March 5, 2002

Prepared by:

NATIONS PARALEGAL, INC.

7855 N.W. 12th Street, #203 Miami, Florida 33126