

P02000025372  
GARY J. HAUSLER

GARY J. HAUSLER  
(MEMBER OF FLORIDA, WASH D.C., & N.Y. BARS)

February 7, 2002

950 N. COLLIER BLVD.  
SUITE 202  
THE SUNTRUST BUILDING  
MARCO ISLAND, FL 34145

(941) 394-3171  
FAX (941) 394-4858

Secretary of State  
Corporations Division  
Att.: New Filings  
409 East Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

100004896031--3  
-02/08/02--01029--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Incorporation of ~~Dollar Xpress, Inc.~~

Dear Sir:

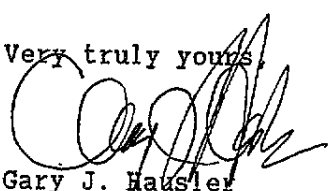
Enclosed herewith please find the following documents with respect to the filing of a new corporation entitled: Dollar Xpress, Inc.:

1. Original and one (1) copy of ARTICLES OF INCORPORATION;
2. The undersigned's escrow account check in the amount of \$78.75 as and for your filing fee;

Please proceed to file the enclosed original Articles and return a copy of the filed Articles of Incorporation for my file.

Thank you for your anticipated cooperation.

Very truly yours,

  
Gary J. Hausler

GJH:ct  
Encs.

FILED  
2002 MAR - 7 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2541  
W002-4273



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 13, 2002

GARY J. HAUSLER, ESQ.  
950 N. COLLIER BLVD.  
SUITE 202  
MARCO ISLAND, FL 34145

SUBJECT: DOLLAR XPRESS, INC.  
Ref. Number: W02000004273

We have received your document for DOLLAR XPRESS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 302A00008906

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ROBERT T. COLEMAN, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: ROBERT T. COLEMAN, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized are:

1. To engage in the retail sale of merchandise to the public and related and incidental business in connection with said business; and
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the same.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is FIVE-HUNDRED (500) shares. Such shares shall

be of a single class, and shall have a par value of One (\$1.00) Dollar per share.

#### ARTICLE V

The corporation is authorized to issue only one (1) class of stock and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

#### ARTICLE VI

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offering shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) day from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately following his death on the terms set forth above, and this provision shall be binding on the executor, administer, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have

typed, printed or stamped thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation . A copy of such Articles is on file at the principal office of the Corporation."

#### ARTICLE VII

The street address of the initial registered office of the corporation is: 158 Windward Cay, Naples, Collier County, Florida, 34145, and the name of its initial registered agent at such address is GARY J. HAUSLER, ESQ.

#### ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation are one (1). The name and address of each person who is to serve as a member of the initial Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT T. COLEMAN	158 Windward Cay Naples, FL 34114

#### ARTICLE IX

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT T. COLEMAN	158 Windward Cay Naples, FL 34114

ARTICLE X


The names and addresses of the subscribers to the stock of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT T. COLEMAN	158 WINDWARD CAY Naples, FL 34114

ARTICLE XI

The principal place of business and mailing address of the corporation is: 158 Windward Cay, Naples, FL 34114.

EXECUTED by the undersigned on February 6, 2002, at Marco Island, Florida.


  
ROBERT T. COLEMAN

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 6th of February 2002, by ROBERT T. COLEMAN, who is personally known to me and who did not take an oath.

My Commission Expires:

  
Notary Public

 Gary J. Hausler  
My Commission CC913257  
Expires March 13, 2004

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ACKNOWLEDGMENT BY REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

GARY J. HAUSLER, ESQ., having been named Resident Agent in the Articles of Incorporation, hereby accepts and consents to act in this capacity and agrees to comply with the provisions of the Florida General Corporation Act.

Dated: February 6, 2002

  
\_\_\_\_\_  
GARY J. HAUSLER, ESQ.