CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301

174 Pander's Printing - Thomasville, GA 8/00

950) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
	L.C. File
	Fictitious Name File Trade/Service Mark
	Trade/Service Mark
	Trade/Service Mark Merger File Art. of Amend. File
	Art. of Amend. File
	RA Resignation Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
	Fictitious Owner Search
Signature	Vehicle Search
	Driving Record
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174 Conder's Printing - Thomasville, QA 8/00	\cup

ARTICLES OF INCORPORATION

OF

2002 MAY 13 AM 10: 25

SECOL TO UF STATE FALLAHASSEE FLORIDA

DOLLARS "R" US, INC.

ARTICLE I - NAME

The name of this corporation is DOLLARS "R" US, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock having a par value of \$1.00. There shall be only one class of stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation and the street address of the initial registered office of this corporation are as follows:

FRANK DESANTIS, 4188 COUNTY ROAD 104, OXFORD, FLORIDA, 34484.

The principal office address for the corporation is the same.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be greater than (9) nine. The name and address of the initial directors of this corporation are:

Frank DeSantis

4188 County Road 104

Oxford, FL 34484

Melissa DeSantis

4188 County Road 104

Oxford, FL 34484

ARTICLE VIII - OFFICERS

The officers of the corporation shall be a President, Vice President and a Secretary/Treasurer who shall be elected annually and any other officers provided for in the By-Laws. The Secretary and Treasurer may be two offices. The name of the persons who are to serve as officers of the corporation until the first election are:

OFFICER	NAME AND RESIDENCE
President/Treasurer	Frank DeSantis 4188 County Road 104 Oxford, FL 34484
Vice President/ Secretary	Melissa DeSantis 4188 County Road 104 Oxford, FL 34484

ARTICLE IX - INCORPORATORS

The names and address' of the persons signing these Articles are FRANK DESANTIS, 4188 COUNTY ROAD 104, OXFORD, FLORIDA, 34484 and MELISSA DESANTIS, 4188 COUNTY ROAD 104, OXFORD, FLORIDA, 34484.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 200 day of May 2002.

FRANK DESANTIS

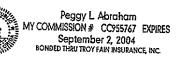
MELISSA DESANTIS

STATE OF FLORIDA)
: SS.
COUNTY OF LAKE)

Before me, a Notary Public, duly authorized to take acknowledgments in the state and county set forth above, personally appeared FRANK DESANTIS and MELISSA DESANTIS known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me, that they executed those Articles of Incorporation.

Notary Public

My commission expires:



Secretary of State State of Florida Tallahassee, FL 32399

I hereby am familiar with and accept the duties and responsibilities as resident agent for DOLLARS "R" US, INC. effective with the date of this incorporation. I will continue to act and serve in that capacity until such time as I notify you of my resignation from that function.

FRANK DESANTIS

Attest:

MELISSA DESANTIS

SLUGGASSES ANIO: 25