

PO3000016369

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

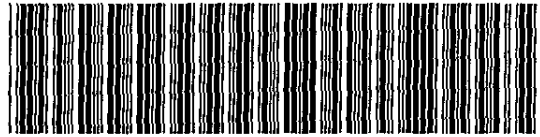
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800011180358

02/06/03--01027--017 **78.75

03 FEB -6 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

✓

ms 2/11

SPENCER & KLEIN

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

SUITE 1901
801 BRICKELL AVENUE
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-7700
TELECOPIER (305) 374-4890

February 5, 2003

Via Federal Express

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: CONSUMERS DISCOUNT GROUP, INC.
Our File No.: 5590.00

Gentlemen:

Enclosed are two (2) executed copies of Articles of Incorporation for the above referenced limited liability company, along with a check in the amount of \$ 78.75.

Please return the certified copy of the Articles of Incorporation to the undersigned in the pre-paid/pre-addressed **FEDERAL EXPRESS** Airbill.

If there are any questions, please call Maria M. Rojas.

Very truly yours,

Thomas R. Spencer, Jr.

TRS:mmr
Enclosures

FILED

**ARTICLES OF INCORPORATION
OF
CONSUMERS DISCOUNT GROUP, INC.**

03 FEB -6 PM 3: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

Article I

The name of the corporation is **CONSUMERS DISCOUNT GROUP, INC.**, and its address is 801 Brickell Avenue, Suite 1901, Miami, Florida 33131.

Article II

The duration of the corporation shall be perpetual.

Article III

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

Article IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is **500**. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

Article V

Registered Office and Agent

The street address of the initial registered office of the corporation is 801 Brickell Ave.,

Suite 1901, Miami, Florida 33131, and the name of the **initial registered agent** at such address is **Thomas R. Spencer, Jr.**

Article VI

Directors

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial Board of Directors is one (1). The name and address of the person who is to serve as the member of the initial Board of Directors is:

**Thomas R. Spencer, Jr.
c/o SPENCER & KLEIN, P.A.
801 Brickell Avenue
Suite 1901
Miami, Florida 33131**

Article VII

Incorporator

The name and address of the Incorporator is:

**Thomas R. Spencer, Jr.
c/o SPENCER & KLEIN, P.A.
801 Brickell Avenue, Suite 1901
Miami, Florida 33131**

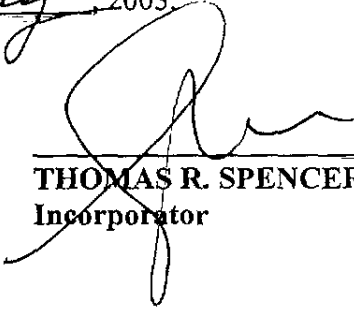
Article VIII

Indemnification

The corporation shall indemnify each director, officer, and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit, or proceeding in which he may be involved, by reason of his being or having been an

officer, director, or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

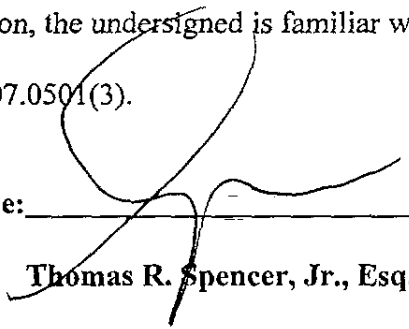
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on the 5th day of February, 2003.



THOMAS R. SPENCER, JR., ESQ.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **CONSUMERS DISCOUNT GROUP, INC.**, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: _____

Thomas R. Spencer, Jr., Esq.

Date: Feb 5 2003

FILED
03 FEB - 6 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA