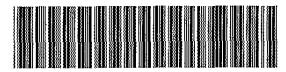
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Special Instructions to Filing Officer:				
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TRANSMITTAL LETTER

Department of State Division of Corpora P. O. Box 6327 Tallahassee, FL 32	ntions		
SUBJECT:		COUNT IN	_
Enclosed are an orig	ginal and one (1) copy of the art	icles of incorporation and	l a check for:
Hing to	\$\hat{\text{3}}\$ \$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy ADDITIONAL CO	& Certificate of Status
FROM:	Chris SAN	(Printed or typed)	
	P.O. BOX :		
	Kay LAMO	F/ 3303 State & Zip	37
	305-451	- 5880	

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

ARTICLES OF INCORPORATION

OF

S.W. DISCOUNT INC.

JUL 28 PH 3

ARTICLE I - NAME

The name of this corporation is: S.W. DISCOUNT INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

ARTICLE V - ADDRESS

The initial registered office of this corporation is 300 ATLANTIC DRIVE, KEY LARGO, FLORIDA 33037. The registered agents name is Chris Sante. The mailing address of this corporation is Post Office Box 3006, Key Largo, Florida, 33037.

ARTICLE VI - OFFICERS

The names and addresses of the initial officers of the

03 JUL 28 PH 3

corporation, who shall hold offices for the first year of the corporation's existence, or until their successors are elected or appointed are as follows:

CHRIS SANTE - President P.O. Box 3006 Key Largo, Fl. 33037

JACK WEBB - Vice President / Secretary 58 Waterways Drive Key Largo, Fl. 33037

PAM SANTE - Treasurer P.O. BOX 3006 KEY LARGO, FL. 33037

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock in this corporation of the same class or series as that which he already holds, shall have the right to purchase his prograta share thereof at the price at which it is offered to others.

ARTICLE VIII - DIRECTORS

This corporation shall have three directors initially. The name and address of the initial members of the Board of Directors are:

CHRIS SANTE P.O. Box 3006 Key Largo, FL. 33037

JACK WEBB 58 Waterways Drive Key Largo, Fl. 33037

PAM SANTE P.O. BOX 3006 KEY LARGO, FL 33037

ARTICLE IX - SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation

will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Sub-Chapter S corporation.

ARTICLE X - SUBSCRIBER

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

CHRIS SANTE P.O. Box 3006 Key Largo, Fl. 33037

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 16th day of JUNE, 2003.

SUBSCRIBER

ACKNOWLEDGEMENT OF REGISTERED AGENT:

Having been named to accept Service of Process for the foregoing corporation at 300 Atlantic Drive, Key Largo, Fl. 33037, I hereby accept to act in this capacity and agree to comply with provisions of Chapter 48.901, Florida Statutes relative to keeping said office open.

Registered Agent - CHRIS SANTE

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