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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

cheap coins, inc.

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHEAP COINS, INC.

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

ARTICLE I: NAME

The name of the corporation shall be Cheap Coins, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1020 Delray Lakes Drive, Delray Beach, FL 33444

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000.00) shares having a par value of one dollar(s) (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Belkin & Associates, 1489 West Palmetto Park Rd., Suite 497, Boca Raton, FL 33486.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Marni Belkin, 1489 West Palmetto Park Rd., Suite 497, Boca Raton, FL 33486.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is:

Frank Parisi
1020 Delray Lakes Drive
Delray Beach, FL 33444

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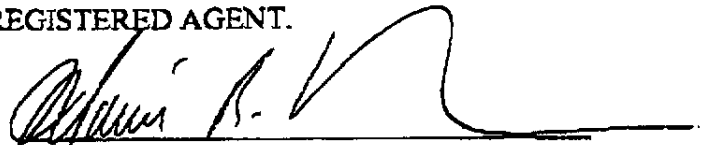
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CERTIFICATE OF DESIGNATION**REGISTERED AGENT/REGISTERED OFFICE**

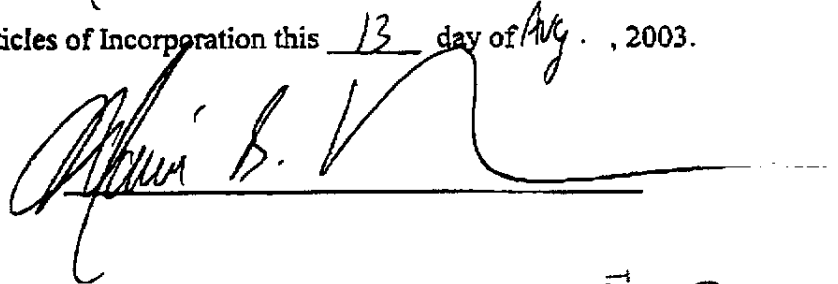
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is Cheap Coins, Inc.
2. The name and address of the registered agent and office is Belkin & Associates, 1489 West Palmetto Park Rd., Suite 497, Boca Raton, FL 33486.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Marni Belkin, Esq.

The undersigned has executed these Articles of Incorporation this 13 day of Aug, 2003.



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TALLAHASSEE, FLORIDA

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