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(Requestor's Name)

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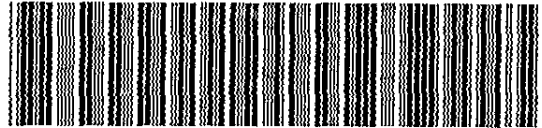
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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PHIL VAN HOUTEN
ATTORNEY AT LAW
606 POWELL DRIVE
P. O. BOX 189
NICEVILLE, FLORIDA 32588

(850) 678-6532

FAX (850) 678-6532

September 4, 2003

Corporate Records Bureau
Division of Corporation
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Incorporation of DOLLARWISE STORE, INC.

Dear Sirs:

I am submitting the original and a copy of the Articles of Incorporation for DOLLARWISE STORE, INC., along with a check made to your order in the amount of \$78.75 for the following items:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Copy	<u>8.75</u>
Total	\$78.75

Please authorize the formation of this corporation and return a certified copy to this office.

Thank you,



Phil Van Houten

Enc: Articles of Incorporation
Check for \$78.75

jme

ARTICLES OF INCORPORATION DOLLARWISE STORE, 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 ONE

The corporate name is, **DOLLARWISE STORE, INC.**

ARTICLE TWO

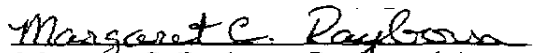
The address of the principal office of the corporation is 703 E. John Sims Parkway, Niceville, Florida 32578, and the mailing address of the corporation is the same.

ARTICLE THREE

The aggregate number of shares, which the corporation is authorized to issue is 1,000. Such shares shall be as a single class and there may be a par value assigned initially of One Hundred Dollars (\$100.00) per share.

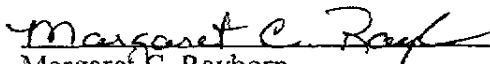
ARTICLE FOUR


The street address of the initial registered office of the corporation is 703 E. John Sims Parkway, Niceville, Florida 32578 and the mailing address is the same. The name of the registered agent is **MARGARET C. RAYBORN**, with the same address, who hereby accepts the appointment by signing hereunder.


Margaret C. Rayborn, Registered Agent

ARTICLE FIVE

The names and addresses of the incorporators and initial corporate officers are:


Margaret C. Rayborn
President/Secretary
817 Valparaiso Boulevard
Niceville, Florida 32578


Clark E. Rayborn
Vice President/Treasurer
817 Valparaiso Boulevard
Niceville, Florida 32578

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CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

ARTICLE SIX

The general purposes for which the corporation is organized are:

1. To purchase and sell articles of personal, artistic or household use, at dramatically reduced prices to the general public.

2. To transact any other business for which a corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the stockholders of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE SEVEN

The business affairs of the corporation shall be controlled, managed and supervised by the executive officers, under the control and direction of the stockholders.

ARTICLE EIGHT

The power to make, alter, amend and repeal the bylaws of the corporation shall be reserved to the stockholders.

The stockholders shall have the right to determine in every instance the consideration for which shares of the corporation shall be issued.

STATE OF FLORIDA COUNTY OF OKALOOSA

The foregoing Articles of Incorporation was acknowledged before me this 4th day of September, 2003, by Margaret C. Rayborn and Clark E. Rayborn, who are personally known to me.


Notary Public, Phil Van Houten



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TALAMON, FLORIDA