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LAW OFFICES OF RONALD L. DAVIS, P.A.

2.430 SUITE 4000 SKYLAKE STATE BANK BUILDING 1550 N.E. MIAMI GARDENS DRIVE NORTH MIAMI BEACH, FLORIDA 33179

> TELEPHONE (305) 940-2352 TELEX 8080-01

Corporate Records Bureau Division of Corporations Dept. of State P.O. Box#6327 Tallahassee, F1. 32301

Re: Payless Connervoireation Holding & Ano

Dear Sir,

Please find enclosed the original and one copy of the Articles of Incorporation for the above newly formed Florida Corporation to be filed in your office.

I am also enclosing my Trust Account Check in the sum of 78.75 to cover the cost of filing and request the return of a certified copy of the filing with your office.

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Thanking you for your usual cooperation, I remain,

Yours, Ronald L. Davis, P.A.

RLD/wb epc.

ARTICLES OF INCORPORATION

The name of the corporation shall be:

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: SUITE 200 KISLAK NATIONAL BANK BLDG. 1550 NE MIAMI GARDENS DRIVE NORTH MIAMI BEACH, FLORIDA 33179 ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES NO PAR VALUE (1000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RONALD L. DAVIS, ESQ. SUITE 200 KISLAK NATIONAL BANK BLDG. 1550 NE MIAMI GARDENS DRIVE NORTH MIAMI BEACH, FLORIDA 33179 ARTICLE V INCORPORATORS see instructions for officers/directors The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are)

RICARDO CANAL, PRESIDENT AND DIRECTOR

RONALD L. DAVIS, SECRETARY, TREASURER AND DIRECTOR SUITE 200, KISLAK NATIONAL BANK BLDG. 1550 NE MIAMI GARDENS DRIVE NORTH MIAMI BEACH, FLORIDA 33179

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this <u>17</u> day of $\square A \square M \square M \square Y$, $\square \square M$.

Signature RICARDO CANAL

Signature

Signature

2

NOTE: Affixing and officer title after a signature of and incorporator does not constitute the designation of officers.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

 First---That___PAYLESS COMMUNICATION HOLDINGS, INC

 desiring to organize under the laws of the State of FLORIDA

 with its principal office, as indicated in the articles of

 incorporation at City of ______NORTH MIAMI BEACH______County of

 ______MIAMI__DADE______, State of _______County of

 has named ______RONALD L. DAVIS, ESQ.

 located at ______SUITE 200-KISLAK NATIONAL BANK BLDG.

 located at _______Street address and number of building,
Post Office Box address not acceptable)

City of NORTH MIAMI BEACH , County of MIAMI DADE State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

300 By RONALD L. DAVIS, -ESC 20 (Resident Agent) 0 £ 20