

**Electronic Articles of Incorporation
For**

P06000157418
FILED
December 28, 2006
Sec. Of State
cblalock

99 PENNIES INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

99 PENNIES INC.

Article II

The principal place of business address:

28830 SOUTH DIXIE HIGHWAY
BAY #4
HOMESTEAD, FL. 33030

The mailing address of the corporation is:

12940 SW 135TH STREET
MIAMI, FL. 33186

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

WENDY SENIOR
12946 SW 135TH STREET
MIAMI, FL. 33186

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: WENDY SENIOR

Article VI

The name and address of the incorporator is:

WENDY SENIOR
12940 SW 135TH STREET

MIAMI, FL 33186

Incorporator Signature: WENDY SENIOR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DOLORES GONZALEZ
12946 SW 135TH STREET
MIAMI, FL. 33186

Title: VP
WENDY SENIOR
12940 SW 135TH STREET
MIAMI, FL. 33186

Article VIII

The effective date for this corporation shall be:

01/01/2007