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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : ACCOUNTING AND BOOKKEEPING SERVICE, INC.
Account Number : 120010000101
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FLORIDA PROFIT/NON PROFIT CORPORATION

LATINO DISCOUNT MERCHANDISE INC.

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J. Shivers SEP 22 2008

**ARTICLES OF INCORPORATION
OF
LATINO DISCOUNT MERCHANDISE INC.**

ARTICLE I - NAME

The name of this Corporation is **LATINO DISCOUNT MERCHANDISE INC.**

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The stock of this corporation consist of 1 class, namely

1. Class A stock consisting of 1,000 shares of voting stock, each having \$.001 par value.

The principal place of business for this corporation shall be:

**6936 NW 72ND AVENUE
MIAMI, FL 33166**

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is:

**SERGIO MONTOYA - PRESIDENT
6936 NW 72ND AVENUE
MIAMI, FL 33166**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Directors of this Corporation is:

**SERGIO MONTOYA - PRESIDENT
6936 NW 72ND AVENUE
MIAMI, FL 33166**

**JESUS REYES- VICE PRESIDENT
6936 NW 72ND AVENUE
MIAMI, FL 33166**

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JOSE MATUS - VICE PRESIDENT - CFO
6936 NW 72ND AVENUE
MIAMI, FL 33166

ARTICLE VII - BY - LAWS

The By-laws of this Corporation may be adopted, altered, amended or repealed by either the Class A stockholders or the Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is

SERGIO MONTOYA - PRESIDENT
6936 NW 72ND AVENUE
MIAMI, FL 33166

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with Florida law.

In witness whereof, the undersigned has executed these Articles of Incorporation this 18TH Day of September 2008.


SERGIO MONTOYA - PRESIDENT

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF IT DUTIES.

DATED, THIS 18TH DAY OF SEPTEMBER 2008

BY 
SERGIO MONTOYA - PRESIDENT

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