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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

ROSE'S DISCOUNT, INC.

Certificate of Status	0
Certified Copy	1
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Corporate Filing Menu

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROSE'S DISCOUNT, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of State of Florida, under the provisions of the Chapter 607 of Florida Statutes, providing for the formation, liability, rights, privileges and immunities for a Corporation, for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE ONE

Name of the Corporation

The Name of the Corporation shall be:

ROSE'S DISCOUNT, INC.

ARTICLE TWO

Nature of Business

The general nature of business to be transacted by this corporation shall be: any activity and business permitted under the Laws of the State of Florida including but not limited to retail of general merchandise..

ARTICLE THREE

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be **600 shares**, each having a par value of **\$1.00 per share**. Each of said shares of stock shall entitle the holder thereof to 1 (one) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such Purpose. All stock when issued shall be fully paid for and shall be non-assessable.

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ARTICLE FOUR

Initial Capital

The amount of capital with which this Corporation shall begin doing business shall be:
Five Hundred Dollars (\$500.00)

ARTICLE FIVE

Term of Existence

This Corporation shall be of perpetual existence.

ARTICLE SIX

Principal Office

The following shall be the street address and the principal office for this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient:

**3800 West 12th Ave. # 1
Hialeah, FL 33012**

ARTICLE SEVEN

Directors

There shall be a Board of Directors for this Corporation which consist of **ONE**. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than one. Each of said Directors shall be of full age and all of them shall be residents of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

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ARTICLE EIGHT

Initial Board of Directors

The names and address of the First Board of Directors shall be as follows:

Name	Addresses	Office
Raquelina Romero	3800 W. 12th Ave. # 1 Hialeah, FL 33012	President

ARTICLE NINE

Subscribers

The names and addresses of each subscriber of these Articles of Incorporation and the number of shares of stock each agree to purchase are:

Name	Addresses	Share
Raquelina Romero	3800 W. 12th Ave. # 1 Hialeah, FL 33012	500

ARTICLE TEN

Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation: any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors of this Corporation, with like force and effect as if he were not such Director or officer of such Corporation or not so interested.

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ARTICLE ELEVEN
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein this 2nd day of March, of the year 2009.



Raquelina Romero
President

Sworn to and subscribed before me this 2nd day of March, 2009.



Notary Public



JORGE R. LOPEZ
MY COMMISSION # DD-013863
EXPIRES: December 8, 2010
Bonded thru Surety Notary Services

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED 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:

ROSE'S DISCOUNT, INC.

THE REGISTERED AGENT AND OFFICE IS:

**Raquelina Romero
3800 W. 12th Ave. # 1
Hialeah, FL 33012**

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.

SIGNATURE _____

DATE 03-02-09.