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02/07/95 FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM 4 48 PM

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DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 0-0000
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
(904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

95000001575))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MARLENE DISCOUNT INC.
FAX AUDIT NUMBER: H95000001575 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/07/1995 TIME REQUESTED: 16:48:53
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071001002335

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20:11:07 0-0000
05/11/95

H95000001575

ARTICLES OF INCORPORATION

OF

MARLENE DISCOUNT INC.

FILED
95 FEB -8 PM 3:55
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **MARLENE DISCOUNT INC.**

The principal place of business of this corporation shall be: **2186 S.W. 8th Street, Miami, Fla**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: **100 A \$1.00 per share**

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ONEI C. DIAZ-2186 S.W. 8 Street, Miami, Fla 33144

Prepared By:
Onei C. Diaz
2186 S.W. 8 Street
Miami, Fl 33144
(305)863-6428
H95000001575

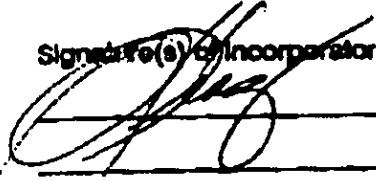
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

ONEL C. DIAZ- 2186 S.W. 8 Street, Miami, Fla 33144

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 7th day of February, 1995

Signature(s) of Incorporator(s)



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

Pursuant to the provisions of Section 607.325, 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: MARLINE DISCOUNT INC.

2. The name and address of the registered agent and office is:

ONEL C. DIAZ

(P.O. BOX NOT ACCEPTABLE)

2186 S.W. 8th Street, Miami, Fla 33144

(CITY/STATE/ZIP)

SIGNATURE

TITLE President

DATE February 7th, 1995

95 FEB - 8 PM 3:55
TALLAHASSEE FLORIDA

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE February 7th, 1995

REGISTERED AGENT FILING FEE: