

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

P95000024025

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032
REFERENCE : 470748 11116A
AUTHORIZATION :
COST LIMIT : 9 PREPAID

ORDER DATE : October 12, 1994

ORDER TIME : 9:41 AM

ORDER NO. : 470748

CUSTOMER NO: 11116A

CUSTOMER: Ellen A. Svam, Legal Assistant
RUTHERFORD MINERLEY &
MULHALL, P.A.
Suite 400
2101 Corporate Blvd Northwest
Boca Raton, FL 33431

100001298751
-10/12/94--01033--009
***122.50 ***122.50

RECEIVED
94 OCT 12 AM 10:13
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: COMMON CENTS, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
95 MAR 24 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 3/24/95
10-12-94
02/A

789,503,691
2094-22127



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 12, 1994

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: COMMON CENTS, INC.
Ref. Number: W94000022121

SENSE

We have received your document for COMMON CENTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 094A00045207

RUTHERFORD, MINERLEY & MULHALL

PROFESSIONAL ASSOCIATION

ATTORNEYS AND COUNSELORS AT LAW
ONE CROCKER SQUARE, FOURTH FLOOR

2600 NORTH MILITARY TRAIL
BOCA RATON, FLORIDA 33431-0000

OF COUNSEL
LEO L. BENTZ, P. A.

GEORGE M. BAKALAR
FREDERIC M. BARTHE
ROBERTA DUNN BARTLEY *
STUART E. BLOCH †
BARRY L. CLAYTON
CORINNE B. KAHN ‡
KENNETH L. MINERLEY
FRANK J. MULHALL
JOHN T. MULHALL III ‡
CHARLES E. RUTHERFORD †
MICHAEL E. WARGO
LORI S. WEISS

† ALSO MEMBER MICHIGAN BAR
‡ ALSO MEMBER PENNSYLVANIA BAR
‡ ALSO MEMBER NEW JERSEY BAR
* ALSO MEMBER ALABAMA BAR
‡ ALSO MEMBER GEORGIA BAR

(407) 241-1600
(800) 741-1600
FACSIMILE (407) 241-3615

March 23, 1995

VIA FEDERAL EXPRESS

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, FL 32309

Re: COMMON CENTS, INC.

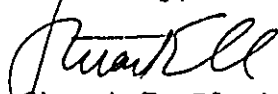
Dear Madam or Sir,

Enclosed are the Articles of Incorporation for the
aforementioned corporation. Please be advised that these Articles
of Incorporation were previously rejected do to similarity of name
to an apparently existing corporation named, "Common Sense, Inc."
Therefore, enclosed is an Affidavit signed by the Directors of
Common Sense, Inc. consenting to the incorporation of Common Cents,
Inc.

In October, 1994, our check #10203 in the amount of \$122.50
was previously forwarded and received by your office which
represents the Filing Fee, Resident Agent Fee, and certified copy
for the above referenced corporation. Please apply these funds to
the documents enclosed for filing at this time.

Please direct the certified copy of the Articles and any
questions to the undersigned at the above address. Thank you for
your consideration in this matter.

Sincerely,


Stuart E. Bloch
For the Firm

SEB/klh
Enclosures

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF

BEFORE ME, the undersigned authority, personally appeared RUSSELL KITCHING and MARSHA KITCHING, who, being first duly sworn, depose and say as follows:

1. Affiants are the only Directors and Officers of the corporation known as COMMON SENSE, INC., with offices located at 1107 78th Street, N.W., Bradenton, Florida 34209.


2. ~~Affiants state that COMMON SENSE, INC. was dissolved by the Florida Department of State on August 26, 1994.~~

3. Affiants hereby acknowledge that they are making this Affidavit in order to enable the formation by MARC TANNER of a new Florida corporation to be known as COMMON CENTS, INC. Affiants hereby expressly consent to, and hereby covenant and agree that they will not contest the filing of Articles of Incorporation by MARC TANNER in the Florida Department of State for a new Florida corporation to be known as COMMON CENTS, INC., with MARC TANNER as sole Director and as President of this new corporation.

FURTHER AFFIANTS SAYETH NOT.



RUSSELL KITCHING
DIRECTOR/AFFIANT




MARSHA KITCHING
DIRECTOR/AFFIANT

I HEREBY CERTIFY that on this 13th day of December, 1994, before me, a Notary Public in and for the State and County first aforesaid, personally appeared RUSSELL KITCHING and MARSHA KITCHING, to me known to be Affiants described in the foregoing Affidavit, and who acknowledged before me their execution of same to be the free act and deed of RUSSELL KITCHING, Director/Affiant and MARSHA KITCHING, Director/Affiant.



"OFFICIAL NOTARY SEAL"
BEVERLY MARIE BROOKS
MY COMM. EXP. 1-21-96
No. CC175195



Notary Public

My Commission Expires:

ARTICLES OF INCORPORATION
OF
COMMON CENTS, INC.

FILED

95 MAR 24 PH 3:25


SECRET
STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these Articles of incorporation provide that:

1. The name of the corporation is COMMON CENTS, INC. (the "Corporation").
2. The principal office of the Corporation is 2972-A, Aventura Boulevard, Suite 225, Aventura, FL 33180.
3. The Corporation may engage or transact in 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.
4. The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of Common Stock, par value \$.01 per share.
5. The street address of the initial registered office of this Corporation is 2600 N. Military Trail, Fourth Floor, Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at that address is Stuart E. Bloch, Esq.
6. The name and address of the person signing these Articles of Incorporation as incorporator is Stuart E. Bloch, Esq., 2600 N. Military Trail, Fourth Floor, Boca Raton, FL 33431.
7. The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial Board of Directors are:

Marc S. Tanner
2972-A Aventura Boulevard
Suite 225
Aventura, FL 33180

Dated: March 20, 1995

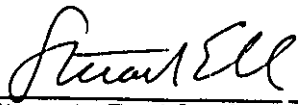


Stuart E. Bloch, Esq.
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for COMMON CENTS, INC., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: March 20, 1995



Stuart E. Bloch, Esq.
Registered Agent

95 APR 24 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED