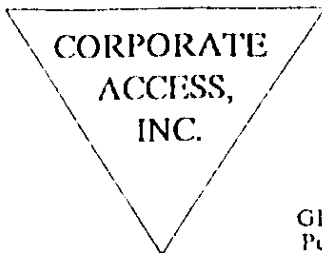


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1116-D Thomasville Road  
Mount Vernon Square  
Tallahassee, Florida 32303  
(904) 222-2666  
(904) 222-1666 (Fax)  
(800) 969-1666

GLINDA P. BENNETT  
Personal Representative

FLORIDA SECRETARY OF STATE  
TALLAHASSEE, FLORIDA 32304  
\*\*\*\*\*

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Bayco, Inc. U.S.A. Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in    ☒ Pick up time    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SEP 13 PM 3:56

9/13

## ARTICLES OF INCORPORATION

### ARTICLE I NAME

The name of the corporation shall be: **Buyers Choice U.S.A., Inc.**

### ARTICLE II DURATION

This corporation shall exist in perpetuity.

### ARTICLE III PURPOSE

General nature of the business and the object and purposes proposed to be transacted and carried on, are to do any and all of the things mentioned herein, as fully and to the same extent as natural persons might or could, viz: Engage in any business or activity permitted under the laws of the United States and the State of Florida, including but not limited to the following:

a: To take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise invest in and dispose of real estate and real property or any interest or rights therein without limit as to the amount; to do all things and engage in all activities necessary and proper or incidental to the business of investing in and developing real estate.

b: To sell at wholesale and retail and to deal in any manner whatsoever in all types and descriptions of property; to do all things and engage in all activities necessary and proper or incidental to the business of investing in and developing real estate.

c: To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvement of house, factories, buildings, works, or erections of every kind and descriptions whatsoever, including severs, bridges, wells, walls, canals, railroads or street railways, power plants and generally in all classes of building erections and works, both public and private, or integral parts thereof, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith.

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SEP 13 PM 3:56  
CLERK OF DISTRICT COURT  
JAN 1977

d To manufacture, buy, sell, trade and deal in all and every kind of material product, manufactured and unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, including the quarrying of stone, to by, acquire, hold, use employ, mortgage, convey, lease, and dispose of patent rights, letter, patent processes, devices, inventions, trademarks, formulas, goodwill, and other rights; to lend money on bonds secured by mortgage and real property and to make advances from time to time on bonds secured by mortgage for future advances on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

e To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purses of this business, and to purchase, acquire, erect and construct, make improvement of building or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

f To borrow or raise money for any purposes of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

g To buy, sell, and generally trade in store, carry and transport all kinds of goods, wares, merchandise, provisions and supplies.

#### **ARTICLE IV CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) per value common stock.

#### **ARTICLE V PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as many be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is **6020 N.W. 60th Court, Parkland, Florida 33067** and the name of the initial registered agent of this corporation at that address is **Robyn Valade**.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws by shall never be less than one (1). The name and address of the initial directors of the corporation are:

Robyn Valade  
6020 N.W. 60th Court  
Parkland, Florida 33067

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these articles is:

Robyn Valade  
6020 N.W. 60th Court  
Parkland, Florida 33067

**ARTICLE IX  
AMOUNT OF CAPITAL**

The amount of capital with which this corporation will begin business will not be less than five hundred dollars (\$500.00).

**ARTICLE X  
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI  
CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidates many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distribution such votes on the same principle among any number of such candidates.

**ARTICLE XII  
APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholder of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XIII  
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIV  
AMENDMENT**

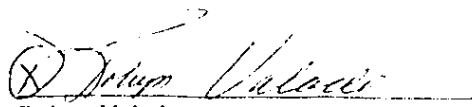
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XV  
PRINCIPAL PLACE OF BUSINESS OF CORPORATION**

The principal place of business of the corporation is as follows:

Buyers Choice U.S.A., Inc.  
6020 N.W. 60th Court  
Parkland, Florida 33067

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 11th day of September, 1995.

  
Robyn Valade  
Subscriber

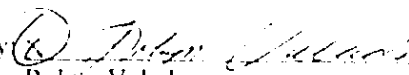
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

First -- That **Buyers Choice U.S.A., Inc.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation in the County of Broward, City of Parkland, State of Florida has named **Robyn Valade** located at **6020 N.W. 60th Court, Parkland, Florida 33067**, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping and open said office.

By   
Robyn Valade  
(Registered Agent)

95 SEP 13 PM 3:56

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # **P95000070658**

1. Corporation Name  
**BUYERS CHOICE U.S.A., INC.**

FILED

95 DEC 20 AM 10:15

TALLAHASSEE, FLORIDA

Principal Place of Business

6020 N.W. 60TH CT  
PARKLAND FL 33067

Mailing Address

6020 N.W. 60TH CT  
PARKLAND FL 33067



If above addresses are incorrect in any way, line through incorrect information and enter correction below  
2. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City & State

Zip

Country

3. New Mailing Office Address, if Applicable

Suite, Apt. #, etc.

City & State

Zip

Country

4. Date Incorporated or Qualified To Do Business in Florida

09/13/1995

5. FEI Number

65-0608336

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s)

Name of Officers and/or Directors

Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)

City / State / Zip

1

D VALADE, ROBYN

6020 N.W. 60TH CT

PARKLAND FL 33067

000002040600--S  
-12/30/96--01012--010  
\*\*\*\*375.00 \*\*\*\*375.00

*AS 12/20/96*

REINSTATEMENT *ab*

8. Name and Address of Current Registered Agent

VALADE, ROBYN  
6020 N.W. 60TH COURT  
PARKLAND FL 33067

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State

Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

*Robyn Valade*

REGISTERED AGENT MUST SIGN

Date *9-31-96*

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

*Robyn Valade*

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date *9-31-96*

Daytime Phone # *954-796-1714*