

Apr 19 1996 11:01AM HARLLEE PORGES HAMLIN & HAMRICK

No. 0332 P. 1/5

H9600003443/

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING CONFIRMATION

11:04

YOU HAVE REQUESTED TO SUBMIT THE FOLLOWING DOCUMENT:

TYPE: EFILE01

CORPORATE NAME: TRAVEL OPPORTUNITIES OF SARASOTA, INC.

SUB-ACCOUNT NUMBER:

METHOD OF DELIVERY: F

FAX PHONE NUMBER: (941) 746-4160

MAILING NAME/ADDRESS: HARLLEE, PORGESS, HAMLIN & HAMRICK, P.A.
1205 MANATEE AVE W
BRADENTON

FILED
96 APR 19 11:04
FL 34205-0000 US

CERTIFICATE(S) REQUESTED: NO

ESTIMATED CHARGES: \$122.50

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

4/19/96

FLORIDA DIVISION OF CORPORATIONS

11:04

PUBLIC ACCESS SYSTEM

((H96000005545)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: HARLLEE, PORGESS, HAMLIN & HAMRIC

DEPARTMENT OF STATE

1205 MANATEE AVE W

STATE OF FLORIDA

409 EAST GAINES STREET

BRADENTON FL 34205-000008-

TALLAHASSEE, FL 32399

CONTACT: LINDA JONES

FAX: (904) 922-4000

PHONE: (941) 748-3770

FAX: (941) 746-4160

((H96000005545)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.

NAME: TRAVEL OPPORTUNITIES OF SARASOTA, INC.

FAX AUDIT NUMBER: H96000005545

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/19/1996

TIME REQUESTED: 11:04:42

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076077002227

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

CEA1E038

H96000005545

ARTICLES OF INCORPORATION
OF
TRAVEL OPPORTUNITIES OF SARASOTA, INC.

FILED
55 APR 19 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be TRAVEL OPPORTUNITIES OF SARASOTA, INC.

ARTICLE II. PRINCIPAL OFFICE

The mailing address and principal place of business of the corporation is 7654 301 Boulevard,
Sarasota, Florida 34243.

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of filing of these
Articles of Incorporation. This corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be
incorporated under the Florida General Corporation Act. No other purpose limits this general
purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or
necessary or desirable in order to accomplish them.

Prepared by: Joseph L. Naimy, Esquire
Harlee, Porges, Hamlin & Hamrick, P.A.
1205 Manatee Avenue West
Bradenton, FL 34208
941-748-3770
FL Bar No. 0647283

H96000005545

H96000005545

ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting her to exercise her preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one (1).

The names and addresses of the individuals who shall serve as the initial Directors are:

Thomas F. Etheridge, Jr.
Airport Commerce Center
7654 301 Boulevard
Sarasota, FL 34243

Nancy J. Pappas
Airport Commerce Center
7654 301 Boulevard
Sarasota, FL 34243

H96000005545

H96000005545

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 1205 Manatee Avenue West, Bradenton, Florida 34205.

The name of the individual who shall serve as this corporation's initial Registered Agent at that address is: Joseph L. Najmy, Esquire.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Joseph L. Najmy, 1205 Manatee Avenue West, Bradenton, Florida 34206.

ARTICLE XI. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a seventy-six percent (76%) vote.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 19th day of April, 1996.


Joseph L. Najmy, Incorporator

H96000005545

H96000005545

STATE OF FLORIDA
COUNTY OF MANATEE

On April 19th, 1996, Joseph L. Najmy, designated above as the individual who shall serve as this corporation's incorporator, who is personally known to me, personally appeared before me and signed these Articles of Incorporation.



JOAN H. STOOP
My Commission 00843217
Expires Mar. 27, 2000

Joan B. Stoop
Notary Public, State of Florida

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of TRAVEL OPPORTUNITIES OF SARASOTA, INC., which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (1993), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 19th day of April, 1996.

Joseph L. Najmy
Joseph L. Najmy, Registered Agent

FILED
96 APR 19 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000005545

P96000034431
HARRLEE, FORGES, HAMLIN, KNOWLES, BOND & PROUTY, P.A.
ATTORNEYS AT LAW

KIMBERLY ALARIO BALD
BARRETT B. BELL
SHELLEY A. GALLAGHER
CURTIS D. HAMLIN
JOHN P. HARRLEE, III
TIMOTHY A. KNOWLES
JOSEPH L. NAJMY, C.P.A.
MARK A. NELSON
GREGORY J. FORGES**
STEVEN W. PROUTY
STEPHEN W. THOMPSON

1808 MANATEE AVE. W.
BRADENTON, FLORIDA 34205

MAILING ADDRESS: P.O. BOX 6320
BRADENTON, FLORIDA 34206
TELEPHONE (841) 748-3770
TELECOPIER (841) 748-4180
E-MAIL: LAW@harrleeForges.com

December 5, 1996

*BOARD CERTIFIED REAL ESTATE LAWYER
**ALSO ADMITTED IN NEW YORK

Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, Florida 32314

100002023881--1
--12/09/96--01067--004
*****35.00 *****35.00

RE: Articles of Amendment of Travel Opportunities of Sarasota, Inc.
OFN: 4218.07

Dear Sir/Madam:

Enclosed is the original and one copy of an Amendment to the Articles of Incorporation for the above-referenced corporation. We have also enclosed a check in the amount of \$35,000 for filing fees.

Please process this at your earliest opportunity and return a copy of the Amendment to the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact us.

Sincerely,


Joseph L. Najmy

f:\joel\pappas\secst.ltr\h

Enclosures

cc: Ms. Nancy Pappas

~~12/16/96~~
FILED
96 DEC 23 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SH 12/26
NC



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 17, 1996

Joseph J. Najmy
Harlee, Porges et al
P.O. Box 9320
Bradenton, FL 34206

SUBJECT: TRAVEL OPPORTUNITIES OF SARASOTA, INC.
Ref. Number: P96000034431

We have received your document for TRAVEL OPPORTUNITIES OF SARASOTA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

Since the amendment was adopted by the directors, it must be signed by a director. Please list the title of Director along with President under the signature of Thomas F. Ethridge, Jr..

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 396A00056109

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
TRAVEL OPPORTUNITIES OF SARASOTA, INC.

The undersigned, being the President of TRAVEL OPPORTUNITIES OF SARASOTA, INC., a Florida corporation, hereby certifies that the following Amendment to the Articles of Incorporation was validly and duly adopted by the Directors of the Corporation, at a meeting duly held by them on the 19th day of November, 1996, and the number of votes in favor of this amendment was sufficient for approval. Shareholder approval was not required.

AMENDMENT

Article I is amended in its entirety to read as follows:

The name of this corporation is: DOLLAR DEALS CORP.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 19th day of November, 1996.

By: Thomas F. Ethridge, Jr. President
Thomas F. Ethridge, Jr., President
and Director

PREPARED BY: JOSEPH L. NAJMY, ESQ.
HARLEE, PORGES, HAMLIN & HAMRICK, P.A.
1205 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205
FLORIDA BAR NO. 0847283

FILED
96 DEC 23 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF MANATEE

Before me, personally appeared Thomas F. Ethridge, Jr., to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment as President of the above referenced corporation, and acknowledged before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 19th day of November, 1996, in Manatee County, Florida.



HELEN HARRINGTON
MY COMMISSION # CC430884 EXPIRES
December 29, 1998
BONDED THRU TROY FAH INSURANCE, INC.

Helen Harrington

Notary Public, State of Florida

f:\joe\pappas\amend.art\h