

P960000047270

COVER LETTER

NAME OF CORPORATION: CLOSEOUT DEPOT, INC.

NAME OF INCORPORATOR: ABRAHAM ZAFRANI

AMOUNT ENCLOSED: \$ 78.75 ARTICLE OF INCORPORATIONS  
8.75 CERT OF STATUS

MAIL TO:

DOMINGO ALONSO  
301 ALMERIA AVE STE 220  
CORAL GABLES, FL 33134

PH: (305) 4483898

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-05/24/96--01006--011  
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FILED  
96 MAY 29 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

26K  
6-4-96

**ARTICLES OF INCORPORATION  
OF  
CLOSEOUT DEPOT, INC.**

96 MAY 29 PM 4:03  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - CORPORATE NAME**

The name of this Corporation shall be: Closeout Depot, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2700 N.W. 31 Ave.  
Ft. Lauderdale, Fl. 33311

**ARTICLE III- NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND ( 1000) shares of common stock having ONE DOLLAR ( \$1.00) PAR VALUE

**ARTICLE V - INITIAL REGISTERED AGENT**

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Abraham Zafrani  
2700 N.W. 31 Ave.  
Ft. Lauderdale, Fl. 33311

**ARTICLE VI - BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by by-laws adopted by the stockholder's. However, the Corporation shall have no less than (1) director at any time.

ARTICLES OF INCORPORATION  
PAGE TWO

ARTICLE VII - INITIAL DIRECTORS

The name and post office address of each member of the initial Board of Directors is

President  
Abraham Zafrani  
2700 N.W. 31 Ave  
Ft. Lauderdale, Fl. 33311

ARTICLE VIII - PREEMPTIVE RIGHTS


Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, service, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

ARTICLE IX - INCORPORATOR(S)

The name and post office address of each incorporator executing these Articles of Incorporation is, as follows:

Abraham Zafrani  
2700 N.W. 31 Ave.  
Ft. Lauderdale, Fl. 33311

THE UNDERSIGNED INCORPORATOR (S), for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

  
Abraham Zafrani  
President  
State of Florida

ARTICLES OF INCORPORATION  
PAGE THREE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements personally appeared,

*Abraham Lafran*  
to me known to be the person (s) described as the incorporator(s) in the foregoing Articles of Incorporation, and he (she) acknowledged to me that he executed said Articles of Incorporation

WITNESS my hand and official seal at Miami, County and State above written this 23<sup>rd</sup> day of May, 1946

*PEARL P. ALONSO*

NOTARY PUBLIC, State of Florida

My commission expires



PEARL P. ALONSO  
My Commission 00348888  
Expires Jan. 20, 1950

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of laws applicable to said designation.

*Wf.*

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96 MAY 28 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA