

P9600047847

6/05/96 10:39 AM
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF REVENUE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

(((H96000007860)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PAYLESS WATCHES, INC.
FAX AUDIT NUMBER: H96000007860
DATE REQUESTED: 06/05/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$78.75
CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:39:17
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 071001002335

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.
(((H96000007860)))
** ENTER 'M' FOR MENU. **

[Handwritten signature]

FILED
96 JUN -5 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUN -5 PM 1:03
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
PAYLESS WATCHES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be **PAYLESS WATCHES, INC.**

ARTICLE II: PRINCIPAL OFFICE

The address of the principal office of this corporation shall be **12705 NW 42 AVE., BOOTH II 87, MIAMI, FL 33054**

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 value per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **ALVARO MORALES, 12705 NW 42 AVE., BOOTH II 87, MIAMI, FL 33054**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is **ALVARO MORALES, 12705 NW 42 AVE., BOOTH II 87, MIAMI, FL 33054**

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is **ALVARO MORALES, 12705 NW 42 AVE., Booth II 87, Miami, FL 33054**

The undersigned has executed these Articles of Incorporation this 27th day of May, 1996.

PREPARED BY:
RONALD CUTLER, P.A.
1515 NW 167th St.
Suite 224
Miami, FL 33169
305-624-1553


ALVARO MORALES

FILED
96 JUN -5 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is **PAYLESS WATCHES, INC.**
2. The name and address of the registered agent and office is **ALVARO MORALES, 12706 NW 42 AVE., BOOTH H 37, MIAMI, FL 33084**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.


ALVARO MORALES
Date May 27, 1996

FILED
96 JUN -5 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA