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PHILIP KREUTZER, CPA, PA
CERTIFIED PUBLIC ACCOUNTANT
13554 BRISTLECONE CIRCLE
ORLANDO, FLORIDA 32828

FILED

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PHILIP KREUTZER, CPA, MOA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA 32314
PHONE (904) 420-4207
FAX (904) 302-6128

June 10, 1996

EXPIRATION DATE

6-10-96

Ms. Sandra Mortham
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100001860011
-06/12/96--01079--008
****122.50 ****122.50

Dear Ms. Mortham;

Enclosed please find a check for \$122.50 to cover the various fees and appropriate taxes for incorporating under the name Value Dollar, Inc.

Respectfully yours,

Philip Kreutzer

Philip Kreutzer, CPA
13554 Bristlecone Circle
Orlando, FL 32828

PK
6/13/96

**ARTICLES OF INCORPORATION
OF**

Value Dollar, Inc.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

6-10-96

The undersigned incorporators make, subscribe, acknowledge, and file with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I: NAME

The name of this Corporation is **Value Dollar, Inc.**, with a principal office and mailing address of 2069 Americana Blvd, Orlando, FL 32839

ARTICLE II: TERMS OF EXISTENCE

This Corporation shall commence as of June 10, 1996 and shall have perpetual existence.

ARTICLE III: NATURE OF BUSINESS

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

ARTICLE IV: CAPITAL STRUCTURE

The total number of shares of capital stock authorized to be issued by the Corporation will be one thousand (1,000) shares of common stock of the same class, having a par value of no par per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 2069 Americana Blvd, Orlando, FL 32839; and the name of the initial registered agent of this Corporation at that address is Jalila Ali. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VI: BOARD OF DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The name and street address of the initial Board of Directors of this Corporation, who, subject to these Articles of Incorporation and the Laws of the State of Florida, shall hold office until the first annual meeting of the Shareholders or until his successor is elected and qualifies, or until his resignation, removal from office, or death is:

Jalila Ali
2251 E. Semoran Blvd.
Apopka, FL 32703

Amin M. Ali
2251 E. Semoran Blvd.
Apopka, FL 32703

Nooruddin Ali
2801 N. Hiawassee Rd., #4
Orlando, FL 32818

ARTICLE VIII: INCORPORATORS

The name and address of the incorporators of these Articles of Incorporation are:

Jalila Ali
2251 E. Semoran Blvd.
Orlando, FL 32703

Amin M. Ali
2251 E. Semoran Blvd.
Apopka, FL 32703

Nooruddin Ali
2801 N. Hiawassee Rd., #4
Orlando, FL 32703

ARTICLE IX: BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors or the Shareholders.

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ARTICLE XI: INDEMNIFICATION

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

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XI: AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles or any amendment hereto, any right conferred upon the Shareholders are subject to this resolution.

IN WITNESS WHEREOF, the Incorporators have executed these Articles this 10th day of June, 1996.

Jalila Ali
x Jalila Ali

Amin
x Amin M. Ali

Nooruddin Ali
x Nooruddin Ali

Having been named to act as Registered Agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Jalila Ali
x Jalila Ali
Registered Agent
Value Dollar, Inc.
June 10, 1996

VALUE DOLLAR
1209 LAKE AVENUE
LAKE WORTH, FL 33460
(561) 547-0999

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To Whom it may Concern.

This is to inform you that we are moving
as of June 2nd 1997. The address of the new
location is 3485 Lake Worth Rd #2 L.W. 70.33460
The Telephone # is (561) 642-8896.

Thank You.
Merisue Cohen

VS 6/13