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EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33136- 3302-0000
CONTACT: RAY STORMONT
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((H96000008940))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: DOLLAR SUPRISE, INC.
FAX AUDIT NUMBER: H96000008940
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6/27/96
WAB-13666

96 JUN 26 PM 4:17
DIVISION OF CORPORATIONS

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96 JUN 27 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 27 3:55 PM
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FLORIDA DEPARTMENT OF STATE
Sandra D. Morham
Secretary of State

June 27, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER STREET STE 200
MIAMI, FL 33135

SUBJECT: DOLLAR SURPRISE, INC.
REF: W96000013666

We have received your document for DOLLAR SURPRISE, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000008940
Letter Number: 096A00031912

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

P.01/03

EMPIRE CORPORATE KIT

JUN-27-1996 12:03

(6)

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FILED
96 JUN 27 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

We, the undersigned, DOLLAR SURPRISE, INC.
acknowledge and file in the office of the Secretary of the
State of Florida, for the purpose of forming a corporation for
profit, in accordance with the laws of the State of Florida,
this Articles of Incorporation, as by law provided.

ARTICLE I

The name of this corporation shall be:

DOLLAR SURPRISE, INC

ARTICLE II

The corporation shall engage in any activity or business
permitted under the laws of the State of Florida and of the
United States of America.

ARTICLE III

The authorized capital stock of this corporation shall consist
of one class, namely, COMMON STOCK.

The authorized capital stock of this corporation shall consist
of 500 shares of common stock, par value \$ 1.00.

Each share of common stock shall be entitled to one vote at
all meetings of stockholders of the corporation.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The amount of capital with which this corporation shall begin
shall be \$ 500.00.

Prepared by: ANITA CASTRO, acct.

609 Lenox Ave - #2
Miami, Beach, FL 33139
Phone: (305) 673-7520

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ARTICLE VI

The principal place of business of the corporation shall be:

52 NW - 24th COURT
MIAMI, FLORIDA 33125

ARTICLE VII

The number of the Board of the Directors of this corporation shall be not less than one person. The names and Post Office address of the first Board of Directors, who are subject to the provisions of the Certificate of Incorporation, the By-Laws and the acts of legislature, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall be duly qualified, are:

JOSE GARCIA
52 NW - 24th COURT
MIAMI, FL. 33125

PRESIDENT/SECRETARY

ARTICLE VIII

The names and post office address of each subscriber to the Certificate of Incorporation are as follows:

JOSE GARCIA
52 NW - 24th COURT
MIAMI, FL. 33125

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ARTICLE IX

The incorporator hereby agrees to be bound by and to proceed under the provisions of Section 1244, Internal Revenue Code.

ARTICLE X

GENERAL PROVISIONS:, (A) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

(B) The corporation shall have a first lien upon the shares of its stockholders and upon all dividends due them for any indebtedness by such stockholders to the corporation.

(C) Subject to the provisions and conditions of this Article, the corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(D) The corporation shall, at the first meeting of the stockholders, after issuance of the Charter by the State of Florida, duly formulate and adopt By-Laws and such other regulations as they may deem expedient or necessary for the regulation of the business and the conduct of the affairs of the corporation, and such other provisions as they may deem necessary for creating, dividing, limiting and regulating power of the corporation and its stockholders and the Board of Directors and Officers and their tenure of office; providing such rules and regulations are not contrary to the laws of the State of Florida and this Certificate.

(E) These Articles may be amended, provided every amendment be approved by a majority of the Board of Directors and --- stockholders.


SUBSCRIBED at Miami, Dade County, Florida, this 24
day of June, 1996.


JOSE GARCIA - President

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

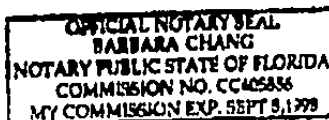
I HEREBY CERTIFY that on this day before me, a Notary Public of the State of Florida, duly qualified and acting, personally appeared JOSE GARCIA, to me well known, and being by me first duly sworn and cautioned, upon his oath deposed and said that he acknowledged having signed the above and foregoin Certificate of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 25 day of JUNE 1996.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



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JUN-26-1996 16:01

EMPIRE CORPORATE KIT

96 JUN 27 PM 3:56
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

That: DOLLAR SURPRISE, INC

desiring to organize under the laws of the State of Florida,
with its principal office at:

52 NW - 24th COURT
MIAMI, FL. 33125

And has appointed:

JOSE GARCIA
52 NW - 24th COURT
MIAMI, FL. 33125

As its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Corporation, at 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 open said
office.


JOSE GARCIA - AGENT

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