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DIVISION OF CORPURATION OF CORPURATI

REFERENCE: 093135 7116036

AUTHORIZATION :

COST LIMIT: \$ 122.50

ORDER DATE: September 20, 1996

ORDER TIME : 10:29 AM

ORDER NO. : 093135

700001952937

CUSTOMER NO: 7116036

CUSTOMER: T. N. Murphy, Jr., Esq

T. N. MURPHY, JR., P.A.

Suite 410

980 North Federal Highway Boca Raton, FL 33432

DOMESTIC FILING

NAME:

-AMERICAS ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

___ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

503.67a

W96-19914



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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 20, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: AMERICAS ENTERPRISES, INC.

Ref. Number: W96000019914

SUBMISSION CINE OF CHINAL CONTINUES OF CONTINUES OF CONTINUES OF C

We have received your document for AMERICAS ENTERPRISES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

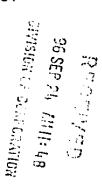
When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 696A00043584



ARTICLES OF INCORPORATION OF

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AMERICAS BEST BUYS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE ONE

NAME: The name of the Corporation is AMERICAS BEST BUYS, INC.

ARTICLE TWO

<u>DURATION</u>: The corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE THREE

<u>PURPOSE</u>: This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or hereafter amended.

ARTICLE FOUR

<u>DIRECTORS</u>: This Corporation shall have **two (2) directors** initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the directors are:

David DeMuth 733 N.W. 6th Street Boca Raton, FL 33486

James Traina 2900 Olivewood Terrace #106 Boca Raton, FL 33431

ARTICLE FIVE

INCORPORATORS: The name and residence address of the subscriber to these Articles of Incorporation is:

David DeMuth 733 N.W. 6th Street Boca Raton, FL 33486

ARTICLE SIX

<u>CAPITAL STOCK</u>: The Corporation is authorized to issue Five Hundred (500) shares of \$.01 cents par value common stock.

ARTICLE SEVEN

<u>PREEMPTIVE RIGHTS</u>: Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE EIGHT

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this Corporation is 6299 North Federal Highway, Boca Raton, FL 33487 and the name of the registered agent is DAVID DEMUTH.

ARTICLE NINE

<u>PRINCIPAL OFFICE</u>: The principal office of this Corporation shall be at 6299 North Federal Highway, Boca Raton, FL 33487. The Board of Directors may, from time to time move the principal office to any other address in the state of Florida.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this the 19 day of September, 1996.

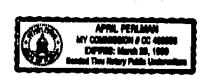
DAVID DEMUTH, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing 1996 by D A	ng instrument was acknowledged before me this
Ä	personally known to me, or who has produced a driver's license or I.D. card as identification
and who did	l or did not take an oath.
(SEAL)	April Perlmanu Notary Public

My commission expires:



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

CERTIFICATE

96 SEP 20 PH 3: 35

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

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

That AMERICAS BEST BUYS, INC. desiring to organize under the laws of the state of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Boca Raton, County of Palm Beach, State of Florida, has named DAVID DEMUTH, located at 6299 North Federal Highway, Boca Raton, Florida 33487 as its agent to accept service of process within this State.

DATED: 9-19-96

DAVID DEMUTH, President

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DAVID DEMUTH, Registered Agent

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