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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 16 AM 11:14

December 13, 1996

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

RE: Hidalgo Discount Corporation

000002031610--5
-12/17/96--01158--002
****122.50 ****122.50

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation. Also enclosed is my check in the amount of \$122.50 for the filing, certified copy and resident agent fees.

Please return a certified copy of the Articles of Incorporation to this office in the enclosed preaddressed stamped envelope.

Sincerely,

John M. Thomson
JOHN M. THOMSON

JMT/ajb

Enclosure

FORMS CEN-CORPORATIONS-STATE

789,502,671
2046-36646

John M. Thomson GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Copy Name*
DATE *12/30/96*
DOC EXAM *Don Brown*

D. BROWN DEC 20 1996

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 16 AM 11:16

HIDALGO DISCOUNT CORPORATION

The undersigned, natural person competent to contract, hereby subscribes to these Articles to form a corporation under and pursuant to the laws of the State of Florida for the purposes hereinafter stated.

ARTICLE I. CORPORATE NAME

The name of this corporation is: HIDALGO DISCOUNT CORPORATION

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

NAME

ADDRESS

John M. Thomson

The Law Center, Suite One
370 Minorca Ave., Suite One
Coral Gables, FL 33134

The Board of Directors from time to time may move the Registered Office to any

other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one director. The name and address of the initial directors of this corporation are:

NAME
Robert L. Ferreira

ADDRESS
1317 Asturia Avenue
Coral Gables, FL 33134

ARTICLE VII. INITIAL DIRECTOR

The persons named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

NAME
Robert L. Ferreira

ADDRESS
1317 Asturia Avenue
Coral Gables, FL 33134

ARTICLE IX. AMENDMENT

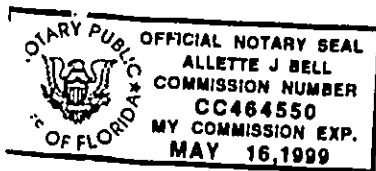
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 13 day of December, 1996.


ROBERT L. FERREIRA, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared ROBERT L. FERREIRA, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation this 13 day of December, 1996.



NOTARY PUBLIC

sign Allette J. Bell
print Allette J. Bell
State of Florida at Large
My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 15 AM 11:16

RESIDENT AGENT CERTIFICATE

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

FIRST: That HIDALGO DISCOUNT CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at The Law Center, Suite One, 370 Minorca Avenue, Coral Gables, FL 33134.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this 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.


JOHN M. THOMSON