

P97000006990

WALZER & ASSOCIATES, INC.  
A Professional Accounting Firm  
8507 Forest City Road  
Orlando, Florida 32810  
(407) 299-1040 FAX (407) 298-3849

DECEMBER 25, 1996

SECRETARY OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-12/30/96--01080--009  
\*\*\*\*122.50 \*\*\*\*122.50

RE: BUYER'S MARKET, INC.

EFFECTIVE DATE

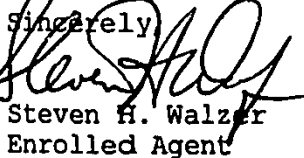
12-25-96

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,

  
Steven H. Walzer  
Enrolled Agent

SHW/lo  
Enclosures

JAN 24 1997

W97-350

FILED  
97 JAN -2 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 7, 1997

STEVEN H. WALZER  
8507 FOREST CITY ROAD  
ORLANDO, FL 32810

SUBJECT: BUYER'S MARKET, INC.  
Ref. Number: W97000000350

We have received your document for BUYER'S MARKET, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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

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) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 397A00000713

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Orlando, Florida 32810  
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DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE  
PO BOX 6327  
TALLAHASSEE, FL 32314

As per our telephone conversation on 1/10/97, we have changed the name per your instructions in order to keep the same filing date.

If you have any further questions, please don't hesitate to contact me at (407)299-1040.

Sincerely,



Steven H. Walzer, BA, MBA  
Enrolled Agent

SHW/lo

ARTICLES OF INCORPORATION

OF

BUYER'S CHOICE, INC.

FILED

97 JAN -2 PH 3: 19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
12-25-96

ARTICLE I - NAME

The name of this Corporation is BUYER'S **CHOICE**, INC. and the address of the Corporation is 14502 NORTH DALE MABRY, TAMPA, FLORIDA 33618.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 25th day of DECEMBER, 1996 with the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$ 1.00) par value common stock which shall be designated "Common Shares".

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 14502 NORTH DALE MABRY, TAMPA, FLORIDA 33618, and the name of the initial registered agent of this Corporation at that address is ELIZABETH A THOMPSON.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

ELIZABETH A THOMPSON  
14502 NORTH DALE MABRY  
TAMPA, FLORIDA 33618

The name and address of the person signing these Articles is:

ELIZABETH A THOMPSON  
14502 NORTH DALE MABRY  
TAMPA, FLORIDA 33618

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation on this 25<sup>TH</sup> day of DECEMBER, 1996.

  
ELIZABETH A THOMPSON

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ORANGE

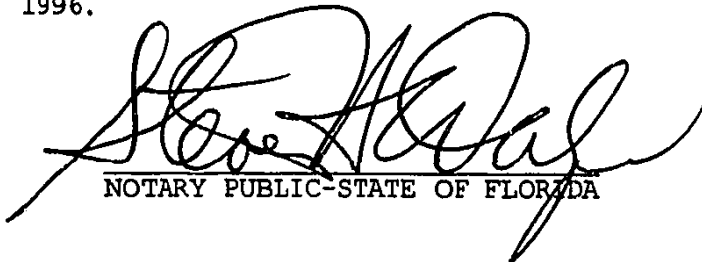
I HEREBY CERTIFY that on this 25<sup>TH</sup> day of DECEMBER, 1996, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, ELIZABETH A THOMPSON, to me well known and known to be the person who executed the foregoing Articles of Incorporation, BUYER'S **CHOICE**.

INC., and she acknowledged that she signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 25<sup>TH</sup> day of DECEMBER, 1996.



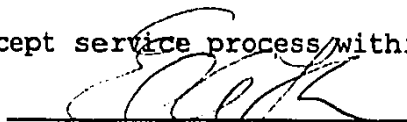
STEVEN H WALZER  
My Commission CC555980  
Expires Jul. 12, 2000

  
NOTARY PUBLIC-STATE OF FLORIDA

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

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:

First that BUYER'S ~~CHOICE~~, INC., desiring to organize or qualify under the Laws of the State of Florida, its principal place of business in the City of TAMPA, Florida has named ELIZABETH A THOMPSON, 14502 NORTH DALE MABRY, TAMPA, FLORIDA 33618 as its agent to accept service process within Florida.

  
ELIZABETH A THOMPSON

Date: 12-25-96

FILED  
97 JAN -2 PM 3: 19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE

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

  
ELIZABETH A THOMPSON

Date: 12-25-96

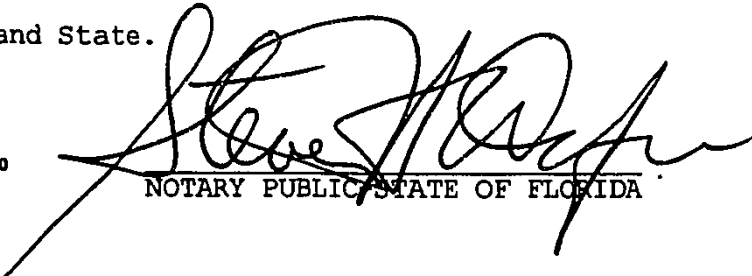
STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 25<sup>TH</sup> day of DECEMBER, 1996, in said County and State.



STEVEN H WALZER  
My Commission CC565000  
Expires Jul. 12, 2000

  
NOTARY PUBLIC STATE OF FLORIDA