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MARTIN S. SAXON

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JULY 16, 1997

SECRETARY OF STATE
DIVISION OF CORPORATION
THE CAPITAL
TALLAHASSEE, FLORIDA 32304

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-07/21/97--01072--003
****131.25 ****131.25

Dear Sirs:

RE: TITA'S DOLLAR STORE, INC.

EFFECTIVE DATE
7-14-97

Enclosed please find an original and one copy of Articles of Incorporation for the above, along with Check in the amount of \$131.25, to cover the costs.

Please return the certified copy of the Articles to my office.

Very truly yours,

Martin S. Saxon

MARTIN S. SAXON

MSS/bc

JUL 23

BSB

FILED
97 JUL 21 AM 8:48
STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
TITA'S DOLLAR STORE, INC.

FILED

97 JUL 21 AM 8:48

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

TITA'S DOLLAR STORE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
7-14-97

ARTICLE II

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

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of 500 Shares of Stock. The shares of stock authorized shall be Common Stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent for the purpose of complying with Florida law shall be MARTIN S. SAXON
542 N.W. 12th AVENUE
MIAMI, FLORIDA 33136
and the principal post office address of the corporation shall be:

2418 BISCAYNE BLVD.
MIAMI, FLORIDA

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The number of the Board of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII

The name and post address of each member of the First Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
MARIA PINTO VASQUEZ	21 N.E. 41st Street, Apt. 21 Miami, Florida

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII
INCORPORATORS

The name and post office address of the incorporator executing these Articles of Incorporation is as follows:

NAME

ADDRESS

MARIA PINTO VASQUEZ

21 N.E. 41st Street, Apt. 21
Miami Florida

ARTICLE IX
COMMENCEMENT DATE

The effective date of this corporation shall be the date of the execution of subscribers herein.

THE UNDERSIGNED Incorporator, (s)
for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

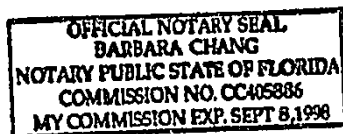
Maria Pinto Vasquez

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, Notary Public,

duly authorized in the State and County named above to take acknowledgments, personally appeared, MARIA PINTO VASQUEZ to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this 14th day of July, 1997.



Barbara Chang
NOTARY PUBLIC

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION.

Martin S. Saxon

FILED
97 JUL 21 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA