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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN

PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: DOMINICAN THRIFT STORE, INC.

AUDIT NUMBER.....H97000013910

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation DOMINICAN THRIFT STORE, INC.
Address of Corporation 1240 NORTHWEST 29th STREET
MIAMI, FLORIDA 33142

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$50.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT
and DANIA AYBAR
REGISTERED OFFICE: 2252 NORTHWEST 9th STREET
MIAMI, FLORIDA 33125

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Dania Aybar 8/22/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. DANIA AYBAR 2252 NORTHWEST 9th STREET MIAMI, FLORIDA 33125
2. ANDRES AYBAR 2252 NORTHWEST 9th STREET MIAMI, FLORIDA 33125
3. VIOLA CABREJAS 2252 NORTHWEST 9th STREET MIAMI, FLORIDA 33125

Article 5: The Name and Address of the INCORPORATOR is:

DANIA AYBAR
2252 NORTHWEST 9th STREET
MIAMI, FLORIDA 33125

In witness whereof I have subscribed my name

Dania Aybar
Signature of Incorporator

DANIA AYBAR

H97-13910

Prepared by:

ace INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-358-2571