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*Accounting Offices*

Antonio R. López, CPA

Ocean Bank Building  
782 NW Le Jeune Road  
Suite 434  
Miami, FL 33126

Ph (305) 448-3323  
Fax (305) 448-3577

August 23, 2000

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-08/25/00--01062--006  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Division of Corporations  
Amendments Section  
P.O. Box 6327  
Tallahassee, FL 32314

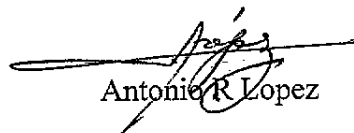
Dear Sir/Lady:

Enclosed please find the Certificate of Amendment to the articles of incorporation of NS 99 Cents, Inc. as well as a check in the amount of \$ 43.75 to cover the filing fee and the certified copy fee. Please, record the document and mail back the filed copies to my office located at:

Antonio R Lopez, CPA  
782 NW Le Jeune Rd  
Suite 434  
Miami, FL 33126

Thanking you for your time and consideration, I remain.

Sincerely yours,

  
Antonio R Lopez

FILED  
00 AUG 25 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

encl.

Amend

S. PAYNE SEP 12 2000

Emily gave  
OK to correct  
name - sp

# **CERTIFICATE OF AMENDMENT**

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N S 99 CENTS STORE, INC.

N S 99 CENTS STORE, INC., a corporation of the State of Florida, whose registered office is located at **1219 West 44th Place, Hialeah FL 33012**, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said corporation called for the purpose of amending the Articles of Incorporation, and held on **August 23, 2000**, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote, which was sufficient for approval, that **ARTICLES VII, VIII & XI** of the Articles of Incorporation are amended to read as follows:

## **ARTICLE VII-REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation and the name of the registered agent for this corporation at that address is.

Antonio R Lopez, CPA  
782 NW Le Jeune Rd, Suite 434  
Miami, FL 33126

## **ARTICLE VIII-BOARD OF DIRECTORS**

This corporation shall have **1** director. The number of directors may be increased or diminished from time to time as provided for by the Bylaws. The name and address of the director of this corporation is:

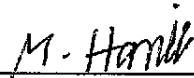
Mohammad Hanif, President  
2933 NW 56th Ave, Apt D2  
Lauderdale Hills, FL 33313

## ARTICLE XI-RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issue to the following person in the amount set opposite his/her name:

**Mohammad Hanif ..... 100 shares**

Shares held by the shareholders listed above, may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold, shall be further specified by written agreement among all the shareholders and this corporation.

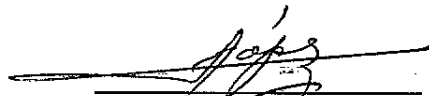
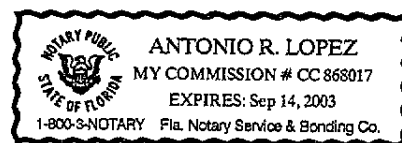


Mohammad Hanif  
President

State of Florida  
County of Dade,

**I HEREBY CERTIFY** that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **Mohammad Hanif** to me known to be the person described in and who executed the foregoing instrument and they acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

**WITNESS** my hand and official seal in the County and State last aforesaid this **August 23, 2000**.

  
\_\_\_\_\_  
Notary Public  
State of Florida

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT and REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent / registered office, in the State of Florida.

FIRST that, N S 99 CENTS STORE, INC., \_\_\_\_\_, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named Antonio R Lopez of 782 NW Le Jeune Rd, Suite 434 Miami County of Dade, State of Florida, as its agent to accept service of process within this State.

Having been named as registered agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Registered Agent