P9:45 AM P9:

TEXES/98 FLORIDA DIVISION OF CORPORATIONS 9:00 AM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

{((H98000020309 4))}

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735 (850)561-1025

FAX #:

NAME: DISCOUNT ACCESSORIES, INC. AUDIT NUMBER..... H98000020309 DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS...

PAGES..... 3 CERT. COPIES....Ø DEL.METHOD.. FAX EST.CHARGE..

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **



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P. 2

FILED

98 NOV -2 AM 10: 29

SECREFARY OF STATE-TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1. - NAME

DISCOUNT ACCESSORIES, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7761 NW 14th Street Pembroke Pines, FL 33024

ARTICLE 3. - SHARES

This corporation is authorized to issue 100 shares of \$1.00 par common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

Articles prepared by: FRANK A. COLANGELO 7300 W. McNab Road Suite 211 Tamarac, FL 33321 (954) 718-8572

ARTICLE 4. - INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

Michael E. Collier 7761 NW 14th Street Pembroke Pines, FL 33024

ARTICLE 5. - INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Michael E. Collier, Pres. 7761 NW 14th Street Pembroke Pines, FL 33024

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

DATED: 10-21-98

765 mb --- 3 72 Call 3 ---

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 of 617.0501, FLORIDA STATUS, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

DISCOUNT ACCESSORIES, INC.

2. THE NAME OF THE REGISTERED AGENT AND OFFICE IS:

Michael B. Collier 7761 NW 14th Street Pembroke Pines, FL 33024

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE 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 DUTLES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE - REGISTERED AGENT

Michael B. Collier 7761 NW 14th Street Pembroke Pines, FL 33024 NOV -2 AND