

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530

Phone : (305)358-2571

Fax Number : (305)358-7832

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

THRIFT SHOP MANAGEMENT, INC.

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H99- 872

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: THRIFT SHOP MANAGEMENT, INC.

Address of Corporation: 3116 NORTH FEDERAL HIGHWAY, STE. 242
LIGHTHOUSE POINT, FL 33064

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000 , with a par value of \$1.00 (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: STEPHEN SPIEGEL

REGISTERED OFFICE: 3116 NORTH FEDERAL HIGHWAY, STE. 242
LIGHTHOUSE POINT, FL 33064

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

01 / 12 / 99
Date



Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. STEPHEN SPIEGEL, P.O. BOX 50136, LIGHTHOUSE POINT, FL 33074
2. ANNETTE Z. SPIEGEL, P.O. BOX 50136, LIGHTHOUSE POINT, FL 33074
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

STEPHEN SPIEGEL
3116 NORTH FEDERAL HIGHWAY, STE. 242
LIGHTHOUSE POINT, FL 33064



Signature of Incorporator

In witness whereof, I have subscribed my name:

H99- 872

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571