

OFFICE USE ONLY (Document #)

MAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

44390

700002876617--1

-05/17/99--01011--017

\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- G & P DISCOUNT CORP.  
(Corporation Name) (Document #)
- (Corporation Name) (Document #)
- (Corporation Name) (Document #)
- (Corporation Name) (Document #)

- Walk in  Pick up time 2:00  Certified Copy
- Mail out  Will wait  Photocopy  Certificate of Status

FILED  
99 MAY 4 PM 1:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

99 MAY 17 AM 8:24  
SECRETARY OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
G & P DISCOUNT CORP.

99 MAY 14 PM 1:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

I - NAME:

The name of this corporation is:

G & P DISCOUNT CORP.

II - DURATION:

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

III - PURPOSE:

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

IV - CAPITAL STOCK:

This corporation is authorized to issue ONE HUNDRED ( 100 ) shares of ---NO--- par value common stock, which shall be designated "Common Stock".

V - PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

VI - INITIAL PRINCIPAL OFFICE, MAILING ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial principal and registered office of this Corporation is:

876 N. KROME AVENUE - HOMESTEAD, FL 33030

and the name of the initial registered agent of this Corporation at that address is: JENNIFFER E. MACIAS

VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have - (01)- director (s) initially.

The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than ONE (01).

The name(s) and address(es) of the initial director(s) of this corporation is (are):

JENNIFFER E. MACIAS

876 N. KROME AVENUE  
HOMESTEAD, FL 33030

VIII - INDEMNIFICATION:

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IX - INCORPORATOR:

The name(s) and address(es) of the person(s) signing these articles is (are):

JENNIFER E. MACIAS

876 N. KROME AVENUE  
HOMESTEAD, FL 33030

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these articles of incorporation this 17TH day of MARCH 1999.

*Jennifer Macias*

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE.

In compliance with Section 607.034 of the Florida Statutes, the following is submitted:

G & P DISCOUNT CORP.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of -----HOMESTEAD-----, County of --DADE--, State of Florida, has named : JENNIFFER E. MACIAS ----- located at

676 N. KROME AVENUE - HOMESTEAD, FL 33030

City of --HOMESTEAD--, County of --DADE--, State of Florida as its agent to accept service of process within the State of Florida.

FILED  
99 MAY 14 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACKNOWLEDGEMENT

Having been named to accept service of process for the mentioned Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties. Dated this --17TH-- day of ----- MARCH -----, 1999.

*Jennifer Macias*  
-----  
Resident and registered agent  
Jennifer E. Macias