

P99000070592

Garland M. Evans
8543 Dynasty Drive
Boca Raton, Florida 33433

August 1, 1999

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

100002947201--5
-08/02/99--01060--001
*****78.50 *****78.50

Enclosed please find the following:

Two copies of Articles of Incorporation
Check to Secretary of State: \$78.50
Return Priority Mail Envelope

Please file the Articles with the Secretary of State and return the certified copy to the new corporation in the Priority Mail envelope provided. You can reach me at (561) 883-9605 or (954) 571-7777 if you have any questions.
Thank you.

Sincerely,


Garland M. Evans

enclosures (check/articles of incorp.)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG -2 AM 8:06

FILED

ajc
8/10

ARTICLES OF INCORPORATION

OF

Consumer Corner, Inc.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I NAME and PRINCIPAL OFFICE

The name of this corporation shall be Consumer Corner, Inc., and the principal place of business and mailing address of this corporation shall be:

8543 Dynasty Drive
Boca Raton, Florida 33433

ARTICLE II DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV CAPITALIZATION

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every shareholder of this corporation shall have the pre-emptive right to purchase his pro rata share thereof at the price which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

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39 AUG - 2 AM 8:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

The initial registered office of this corporation shall be at 8543 Dynasty Drive Boca Raton, Florida 33433 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Garland Michael Evans.

ARTICLE VI **INITIAL DIRECTORS**

The number of directors may be increased or decreased, but shall be not less than one, as specified by the shareholders from time to time. At any time, the shareholders may, by a majority vote, determine that the corporation be managed by the shareholders.

The names and addresses of the initial directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

<u>Name</u>	<u>Address</u>
Barry L. Zatlow, President	961 South Ocean Blvd., #208 Deerfield Beach, FL 33441
Garland M. Evans, Vice President	8543 Dynasty Drive Boca Raton, FL 33433

ARTICLE VII **INCORPORATOR**

The name and address of the Incorporator is Garland M. Evans, 8543 Dynasty Drive Boca Raton, Florida 33433.

ARTICLE VIII **DIRECTOR CONFLICT OF INTEREST**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

ARTICLE IX **NO SHAREHOLDER LIABILITY**

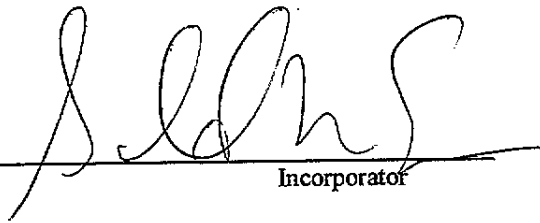
The private property of the shareholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE X **INDEMNIFICATION**

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make

and file these Articles of Incorporation, hereby declaring that the facts herein stated are true, and hereunto set my hand this 1st day of August, 1999.

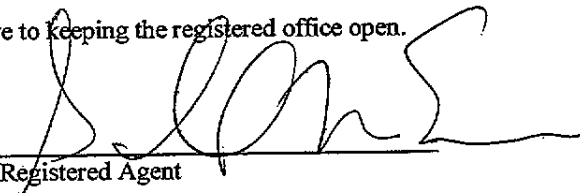

Incorporator

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

In compliance with the laws of the State of Florida, Consumer Corner, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8543 Dynasty Drive, in the City of Boca Raton, State of Florida, 33433, has named Garland Michael Evans, 8543 Dynasty Drive, Boca Raton, County of Palm Beach, State of Florida, 33433 as its statutory Resident Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named the statutory Resident Agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with the obligations imposed upon a Registered Agent by Section 607.0505 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.


Registered Agent

DATED: this 1st day of August, 1999.

FILED
99 AUG -2 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA