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W.P. Verifier



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 9, 1999

EMPIRE

MIAMI, FL

SUBJECT: THE VALU GROUP, INC.

Ref. Number: W99000018343

We have received your document for THE VALU GROUP, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 399A00040041

ARTICLES OF INCORPORATION

OF

EXCESS VALUE, INC.

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

EXCESS VALUE, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

- A. To engage and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is **ONE THOUSAND (1,000) SHARES** of common stock with \$1.00 par value.

ARTICLE FIVE

The street address of the initial office of the Corporation is:

2170 NW 82nd Avenue Miami, Fl 33122 The name of the initial Registered Agent is:

LUCILLE V. HENRIQUEZ

The address of the Registered Agent is:

2170 NW 82nd Avenue Miami, Fl 33122

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each initial Director/Officer of the Corporation are as follows:

VALERIE ZRIEL
President/Secretary
2170 NW 82nd Avenue
Miami, Fl 33122

Vice President/Treasurer 2170 NW 82nd Avenue Miami, FI 33122

ARTICLE SEVEN

The name and address of the incorporator is as follows:

LUCILLE V. HENRIQUEZ 2170 NW 82nd Avenue Miami, Fl 33122

ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned	ed has signed these Articles of Incorporation			
on this 4th day of Chiquet, 1999.				
	LUCILLE V. HENRIQUEZ Incorporator			
STATE OF FLORIDA)				
COUNTY OF DADE) ss:				
The foregoing instrument was acknowledged before me this 4th day of Lugust, 1999, by LUCILLE V. HENRIQUEZ, who personally appeared before me at the time of notarization.				
My Commission CC539460	NOTARY PUBLIC-STATE OF FLORIDA Sign			
My commission expires:	Print NEUDA CODORNIU			
Personally Known or	Produced Identification			

These Articles were prepared by:

OLIVER J. LANGSTADT, ESQUIRE 815 Ponce De Leon Boulevard Second Floor Coral Gables, Florida 33134 Tel: 305-461-5667

Tel: 305-461-5667 Fax: 305-461-4885

ACCEPTANCE BY DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, 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.

DATED this 4^{14} day of _

, 1992

LUCILLE V HENRIQUEZ

Registered Agent