

P99000100412

PRICE ADVANTAGE, INC

5303 SW 11th. ST., Plantation, FL 33317

PH. (305)588-9162

November 09, 1999

Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32304

500003043665--8
-11/15/99--01022--006
*****87.50 *****78.75

Re: Articles of Incorporation of PAPER & CLIPS DISTRIBUTORS, INC.

Gentlemen:

This is to advise you to sent all information for the incorporation of PAPER & CLIPS INC. to the following address;

Price Advantage, Inc.
5303 SW 11th. St.
Plantation, Fl., 33317

Enclosed please find copy of the Articles of incorporation of WEBER - ALFARO, INC. and a check in the amount of \$122.50 for the processing of this corporation. The check represents payment of the following fees:

Registered agent	35.00
Certified copy	52.50
Total	<u>\$ 87.50</u>

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TALLAHASSEE, FLORIDA

Thank you,

Price Advantage, Inc.

Nadin Ruiz

11-16-99

ARTICLES OF INCORPORATION

OF

PAPER & CLIPS DISTRIBUTORS, INC.

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 I NAME

The name of the corporation shall be:

PAPER & CLIPS DISTRIBUTORS, INC.

ARTICLE II PRINCIPAL OFFICE

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

5303 SW 11TH ST.
PLANTATION, FL., 33317

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares at \$1.00 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

NADIN RUIZ
5303 SW 11TH ST.
PLANTATION, FL., 33317

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NADIN RUIZ
5303 SW 11TH. ST.
PLANTATION, FL., 33317

FELIZ VELAZQUEZ
5372 SW 11TH ST.
PLANTATION, FL., 33317

ARTICLE VI DIRECTORS

FELIZ VELAZQUEZ President


NADIN RUIZ Vice-president

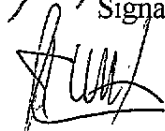
ARTICLE VII NATURE OF BUSINESS

The general nature of the business and the objects and purposed to be transacted and carried on are to do any and all the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. to engage in any legal business.
- b. In the purchase or acquisition of business rights of franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow, and secure the payment of money in any lawful manner, including issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secured by mortgage, pledge, deed or trust otherwise.
- c. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

The undersigned has executed these Articles of Incorporation this November 09, 1999


Signature/Title


Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: PAPER & CLIPS DISTRIBUTORS, INC.

2. The name and registered agent and office is:

NADIN RUIZ
5303 SW 11TH. ST.
PLANTATION, FL., 33317

Signature _____

Title _____

Date _____

Nadin Ruiz
Vice-President

11-09-99

HAVING 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 DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature _____

Date _____

[Signature]

11-09-99

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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