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TRANSMITTAL LETTER

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02 AUG 19 PM 2:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CBM wholesale Distributors, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000007194760--0
-08/19/02--01034--019
*****70.00 *****70.00

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Michael Cilurso
Name (Printed or typed)

3769 NE Skyline Drive
Address

Jensen Beach, FL 34957
City, State & Zip

561-263-8324
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
CBM WHOLESALE DISTRIBUTORS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME: The name of this corporation is CBM WHOLESALE DISTRIBUTORS, INC. The principal place of business and the mailing address for the corporation is: 3769 N.E. Skyline Drive, Jensen Beach, Florida 34957.

ARTICLE II

PURPOSE: The general purpose or purposes for which the corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida General Corporation Act; and the corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes.

ARTICLE III

CAPITAL STOCK: The corporation is authorized to issue one hundred (100) shares of common stock having no par value.

ARTICLE IV

CORPORATE EXISTENCE: This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of the date of filing.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT: The name of the initial registered agent is:

MICHAEL CILURSO

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

3769 N.E. SKYLINE DRIVE
JENSEN BEACH, FLORIDA 34957

ARTICLE VI

NUMBER OF DIRECTORS: This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS: The names and addresses of the initial Board of Directors of this Corporation and their offices are:

<u>Name/Title</u>	<u>Address</u>
DANIEL MILLER President	11035 Mullbery Street Sebastian, FL 32958
MICHAEL CILURSO Treasurer	3769 NE Skyline Drive Jensen Beach, FL 34957
DAVID BRANCACCIO Secretary	5714 Silver Oak Drive Fort Pierce, FL 34982

ARTICLE VIII

SUBSCRIBER: The name and address of the incorporator is:

MICHAEL CILURSO

3769 N.E. Skyline Drive
Jensen Beach, Florida 34957

ARTICLE IX

CUMULATIVE VOTING FOR DIRECTORS: At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation this 15 day of August, 2002.


MICHAEL CILURSO, Incorporator

STATE OF FLORIDA :
COUNTY OF Martin :

BEFORE ME, the undersigned authority, personally appeared MICHAEL CILURSO, who is personally known to me or has produced N/A as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged

before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this 15
day of August, 2002.



Gail E. Zorr
Notary Public, State of Florida

My Commission Expires:

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 SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

THAT, **CBM WHOLESALE DISTRIBUTORS, INC.**, DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS IN THE CITY OF JENSEN BEACH, STATE OF FLORIDA, HAS
NAMED **MICHAEL CILURSO, LOCATED AT 3769 N.E. SKYLINE DRIVE, JENSEN
BEACH, FLORIDA 34957**, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

Michael Cilurso
MICHAEL CILURSO, Incorporator

Dated this 15 day of August, 2002.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STAED CORPORATION, AT THE PLACE DEISGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Michael Cilurso
MICHAEL CILURSO, Registered Agent

Dated this 15 day of August, 2002.

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