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DIVISION OF CORPORATION

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11/25/03

Elizabeth Kates
Requestor's Name
4411 NW 10 St.
Address
Coconut Creek, FL 33066
City State ZIP Phone
(954) 979-8783A

VALIDATION ONLY

CORPORATION(S) NAME

JDP Distribution, Inc.

(X) Profit
( ) NonProfit
( ) Amendment
( ) Merger
( ) Foreign
( ) Dissolution
( ) Mark
( ) Limited Partnership
( ) Reinstatement
( ) Annual Report
( ) Reservation
( ) Other
( ) Change of Registered Agent
(X) Certified Copy
( ) Photo Copies
( ) Certificate Under Seal
( ) Call When Ready
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Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
JDP DISTRIBUTION, INC.

The undersigned has executed the following document as incorporator of the above-named Corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the Corporation, are to be determined in accordance with the laws of the State of Florida.

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ARTICLE ONE

The name of this Corporation is: **JDP Distribution, Inc.**

ARTICLE TWO

This Corporation shall commence existence upon the filing of these ARTICLES by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE THREE

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

4821 SW 21 Street
Fort Lauderdale, FL 33317-6117

unless and until otherwise designated by the Board of Directors of the Corporation and notice thereof given to the State of Florida.

ARTICLE FOUR

The purpose for which this Corporation has been incorporated is to do any and all things permitted to be done and to conduct any and all lawful business permitted to be transacted by a corporation in the State of Florida and elsewhere, and without limiting the foregoing, to do all things herein mentioned as fully and to the same extent as any natural person, and including the following powers:

ELIZABETH J. KATES, ATTORNEY AT LAW, 4411 NORTHWEST TENTH STREET, COCONUT CREEK, FL 33066 (954) 979-8783

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real and personal property and any interest therein, wherever situate;

To sell, convey, mortgage, pledge, create a security intereste in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute Section 607.141;

To purchase, take, acquire, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality therof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without the State of Florida;

To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation;

To make and alter bylaws not inconsistent with these ARTICLES OF INCORPORATION or with the laws of the State of Florida, for the administration of the Corporation and its business or businesses;

ELIZABETH J. KATES, ATTORNEY AT LAW, 4411 NORTHWEST TENTH STREET, COCONUT CREEK, FL 33066 (954) 979-8783

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful businesss which the Board of Directors shall find will be in aid of governmental policy;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary to effects its purposes and carry on its business; and

Upon the decision of the Board of Directors in any case in which said board so decides in its discretion to do so, to indemnify any person who by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation to the full extent permitted by Florida Statute 607.014.

ARTICLE FIVE

The aggregate number of shares which this Corporation shall have authority to issue is the total sum of one hundred (100) shares, having an individual par value of one dollar ($1).

Unless otherwise stated in or in an amendment to these ARTICLES OF INCORPORATION, there shall be only one (1) class of stock of this Corporation.

The stock of this Corporation may be be subject to the terms and conditions of a Shareholders' Agreement, which may affect, inter alia, its transferability.

ARTICLE SIX

The initial Board of Directors shall consist of one person; the Shareholders of the Corporation shall have the right to increase or decrease the number of Directors by provisions in the Bylaws of the Corporation.

The initial sole director of the Corporation is:

Joseph Daniel Courtemanche
4861 SW 21 Street
Fort Lauderdale, FL 33317-6117.

ARTICLE SEVEN

The name and street address of the initial Registered Agent of this Corporation shall be:

Elizabeth J. Kates, Esq.
4411 Northwest Tenth Street
Pompano Beach, FL 33066.

ARTICLE EIGHT

Upon the filing of these Articles of Incorporation, those persons having subscription rights to Stock of the Corporation shall be: Joseph Daniel Courtemanche, 4861 SW 21 Street, Fort Lauderdale, FL 33317-6117 at the addresses set forth above. The undersigned Incorporator hereby relinquishes all subscription rights arising upon the filing of these Articles of Incorporation in favor of the initial Subscribers as aforesaid.

ARTICLE NINE

The duties and responsibilities, and scope of authority of the officers of the Corporation shall be as established in the Bylaws of the Corporation. The initial president of the Corporation, who shall serve until his successor has been duly elected and qualified, is:

Joseph Daniel Courtemanche
4861 SW 21 Street
Fort Lauderdale, FL 33317-6117

ARTICLE TEN

The name and address of the Incorporator executing these ARTICLES OF INCORPORATION is: Elizabeth J. Kates, Esq., 4411 Northwest Tenth Street, Pompano Beach, FL 33066; telephone (954) 979-8783.

The undersigned has executed these ARTICLES OF INCORPORATION this 24th day of November, 2003.

Elizabeth J. Kates, Esq., Incorporator

REGISTERED AGENT/REGISTERED OFFICE

JDP DISTRIBUTION, INC.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
ACCEPTANCE BY REGISTERED AGENT

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 and registered agent, in the State of Florida: that

JDP Distribution, Inc.,

desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation has named

Elizabeth J. Kates, Esq.
4411 Northwest Tenth Street
Pompano Beach, FL 33066
(954) 979-8783

as its agent to accept service of process within this state.

Having been named as Registered Agent and to accept service of process for the above-named 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 I am familiar with and accept the obligations of my position as Registered Agent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 NOV 26 PM 1:57

Elizabeth J. Kates, Esq.
4411 Northwest Tenth Street
Pompano Beach, FL 33066

11/24/03
date

ELIZABETH J. KATES, ATTORNEY AT LAW, 4411 NORTHWEST TENTH STREET, COCONUT CREEK, FL 33066 (954) 979-8783