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FILED  
99 SEP 17 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 16, 1999

Dept. of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

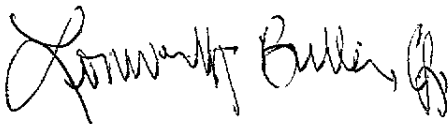
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-09/17/99--01095--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Millenium Wholesalers , Inc.

Dear Madame:

Please find enclosed the required filing fee of \$78.75 and articles of incorporation for the above corporation.

Thank you,



LONWORTH BUTLER, JR.

D. BROWN SEP 21 1999

**ARTICLES OF INCORPORATION  
(A Corporation For Profit)**

FILED  
99 SEP 17 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do(es) hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I  
NAME**

The name of the corporation is **MILLENIUM WHOLESALERS, INC.**

**ARTICLE II  
TERM OF EXISTENCE**

The duration of the Corporation is perpetual.

**ARTICLE III  
NATURE OF CORPORATION BUSINESS**

The general purpose of the business, objects and intents of the Corporation proposed to be transacted, prompted and carried on are to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

1. To engage in any business as related to the hereinbelow mentioned purposes, and any other business, that is legal under the laws of the State of Florida.

**ARTICLE IV  
CAPITAL**

The amount of capital with which the Corporation shall begin is **ONE THOUSAND 00/100 Dollars (\$1000.00)**.

ARTICLE V  
REGISTERED AGENT

The registered agent for the corporation shall be **ENRIQUE JASON RUIZ**, 111 who shall accept service of process at 1021 N. W. 80th Avenue Apt. B, Margate, Florida 33063, Broward County, Florida.

ARTICLE VI  
CORPORATE OFFICE

The principal place of business of this Corporation shall be located at 1021 N. W. 80th Ave. Apt. B, Margate, Florida 33063. Broward County, Florida.

ARTICLE VII  
NUMBER OF DIRECTORS

The affairs of this Corporation shall be conducted by a Board of Directors who are the shareholders of the Corporation. The Board of Directors shall consist of **TWO** (2) members and shall never be more than **TWO** (2) members.

ARTICLE VIII  
QUALIFICATION OF MEMBERS

The membership of this Corporation shall constitute all person hereinafter named as subscribers and shareholders.

ARTICLE IX  
BOARD OF DIRECTORS

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting are:

| <u>NAME:</u>         | <u>ADDRESS:</u>                                    |
|----------------------|--|
| ENRIQUE J. RUIZ, III | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |
| LISA DOMINGUEZ       | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |

ARTICLE X  
CAPITAL STOCK

1. The maximum number of shares that this Corporation is authorized to have outstanding at any one time is TEN ( 10 ) of **ONE HUNDRED** dollars (\$100.00 ) par value each share, all of which shall be ten shares of preferred stock all of which shall be the capital of the Corporation.

ARTICLE IV  
RESTRICTION ON TRANSFER OF SHARES BY SHAREHOLDERS  
AND REQUIREMENT TO EXHIBIT RESTRICTION ON FACE OF  
ALL STOCK CERTIFICATE, CORPORATE OBLIGATION TO PURCHASE

Section 1) Upon the death or decision of a stockholder to withdraw from the corporation, or to transfer any of his or her interest in any share, shares or portion of a share of corporate issued stock, in the event the current owners or corporate stock do not exercise his or her/their preemptive rights to purchase the ratio of stock he or she is entitled to purchase pursuant to Article IV -B, Section 3 of these Articles, then this Corporation shall purchase said stock from said stockholder and the shareholder withdrawing for the estate in the event of his or her death; is obligated at said time to sell all of said stock to the Corporation and only to the Corporation. The worth and value of said stock shall be the book value (excluding all intangibles such as good will) according to the accountant's records of the quarter ending just prior to the date of notice of withdrawal or the date of death.

Section 2) The aforementioned restriction on the transfer of all shares or portions of shares of stock issued by the Corporation shall be conspicuously exhibited on the face of each and every stock certificate issued by the Corporation.

Section 3) It is the intent of the aforementioned provision and the aforementioned restriction that none of the shares of stock nor any portion or portions of the shares of the stock issued by the Corporation shall ever be owned by any party or person other than the current subscribing incorporators and the shareholders of

this Corporation.

2. The stock of the Corporation shall be owned and at all times by the two ( 2 ) subscribers to these Articles of Incorporation.

3. The number of shares subscribed to be each incorporator is as follows:

| <u>Name</u>          | <u># Shares</u> | <u>Address</u>                                     |
|----------------------|-----------------|--|
| ENRIQUE J. RUIZ, III | 8               | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |
| LISA DOMINGUEZ       | 2               | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |

ARTICLE XI  
SUBSCRIBERS

The name and addresses of the subscribers to these Articles are:

| <u>Name</u>          | <u>Address</u>                                     |
|----------------------|--|
| ENRIQUE J. RUIZ, III | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |
| LISA DOMINGUEZ       | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |

ARTICLE XII  
OFFICERS

1. The Officers of this Corporation shall be a **PRESIDENT,**  
**SECRETARY-TREASURER.**

2. The names and addresses of the persons who are to serve

as officers of this Corporation until the first meeting of the stockholders are:

| <u>Name</u>     | <u>Office</u> | <u>Address</u>                                     |
|-----------------|---------------|--|
| ENRIQUE J. RUIZ | PRESIDENT     | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |
| LISA DOMINGUEZ  | SEC-TREASURER | 1021 N. W. 80TH AVE. APT. B<br>MARGATE, FLA. 33063 |

3. The Officers shall be elected by the stockholders of this Corporation at each annual meeting and as provided by the By-Laws.

ARTICLE XIII  
By - Laws

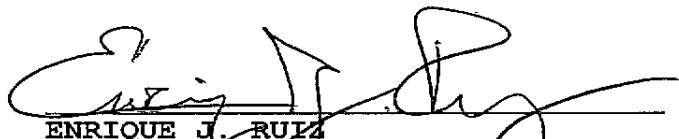
1. The stockholders of this Corporation shall provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as the stockholders may deem necessary from time to time.

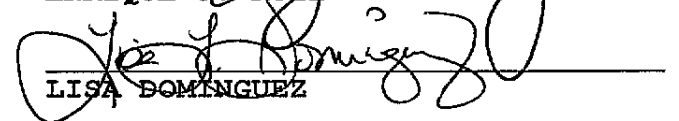
2. Upon proper notice the By-Laws may be amended, altered, or rescinded by a majority vote of the stockholders at any regular meeting or any meeting called and properly notified for that purpose. The Corporate Articles may likewise be amended by a majority of the stockholders.

ARTICLE XIV  
MEETINGS & CONDUCT OF BUSINESS

The regular meeting of this corporation shall be held on the 5TH day of each month at 9:30 a. m. at the office of the Corporation or at whatever other place and time properly designated by the President of the Corporation. The business of the Corporation shall be conducted in accordance with these Articles and By-Laws of the Corporation.

IN WITNESS WHEREOF, We, the undersigned subscribing incorporators have hereunto set our hand and seal, this 16th day of SEPTEMBER, 1999, for the purpose of forming this Corporation for profit under the laws of the State of Florida.

  
ENRIQUE J. RUIZ

  
LISA DOMINGUEZ



STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

BEFORE ME , Notary Public duly authorized to take  
acknowledgements in the State and County above-named, personally  
appeared **ENRIQUE J. RUIZ, III** and **LISA DOMINGUEZ**, all well known to  
me to be the person described as subscribers in and who executed  
the forgoing ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL in the State and county  
above-named on this 16 day of September, 1999.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:



Lonworth Butler, Jr.  
MY COMMISSION # CC748040 EXPIRES  
July 8, 2002  
BONDED THRU TRISY FAIN INSURANCE, INC.

FILED  
99 SEP 17 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

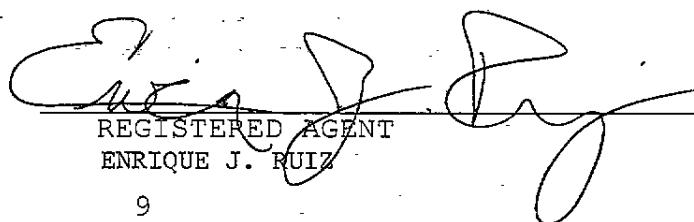
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT AND HIS ADDRESS, UPON WHICH PROCESS MAY BE SERVED.

PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST - That MILLENNIUM WHOLESALERS, INC  
\_\_\_\_\_  
desiring to organize under the laws of the State of Florida with  
its principal office as indicated in the Article of Incorporation  
at the City of MARGATE, Florida, BROWARD  
County, has name ENRIQUE J. RUIZ, III  
located at 1021 N. W. \*)TH AVE. APT. B,  
MARGATE, Florida 33063  
as its agent to accept service of process within this State.

Having been named to accept service of process for the above state corporation, at the place designated 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.

DATED: 9/16/99

  
REGISTERED AGENT  
ENRIQUE J. RUIZ