

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO000000 85487

New Life Distribution, Inc.

800003387688--1

-09/11/00--01037--023

*****78.75 *****78.75

- Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

00 SEP 11 AM 12:05
TALLAHASSEE, FLORIDA
STATE
UNIVERSITY SYSTEM

RECEIVED
00 SEP 11 AM 10:18

Signature _____

Requested by:

SR 9/11/00 9:30
Name Date Time

Walk-In _____ Will Pick Up _____

T. SMITH SEP 11 2000

ARTICLES OF INCORPORATION
OF
NEW LIFE DISTRIBUTION, INC.

RECEIVED
TALLAHASSEE
00 SEP 11 PM 12:05

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **NEW LIFE DISTRIBUTION, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **P.O. BOX 403014, MIAMI BEACH, FL 33140.**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

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00 SEP 11 AM 10:46
TALLAHASSEE

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Jay E. Schechter, 800 Douglas Road, Suite 148, Coral Gables, FL 33134.**

ARTICLE V: INCORPORATOR

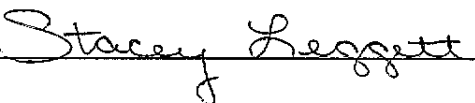
The name and address of the incorporator of these Articles of Incorporation is **Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.**

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is **President, Vice-President, Treasurer: Eliyahu Fuller, P.O. Box 403014, Miami Beach, FL 33140. Eliyahu Fuller: 100% Shareholder.**

The undersigned has executed these Articles of Incorporation this 11th day of September 2000....

"Capital Connection, Inc. by Stacey Leggett, Client Representative"



00 SEP 11 11:11 AM '00
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: NEW LIFE DISTRIBUTION, INC.

2. The name and street address of the registered agent and office is: JAY E. Schechter
800 Douglas Road, Suite 148
Coral Gables, FL 33134

HAVE BEEN 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.