

P000000100306

ACT Distribution, Inc.

5555 Anglers Avenue, Suite #23
Fort Lauderdale, FL 33312

October 23, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

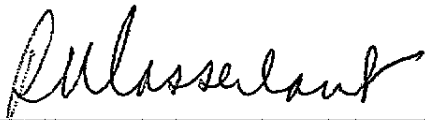
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122.50 **78.75

To Whom It May Concern:

Attached please find the original copy of the Articles of Incorporation for **ACT Distribution, Inc.** for filing with Florida Department of State.

Please file the incorporation of this new business and assign a document number as soon as possible. The specified filing fee of \$122.50 is enclosed as well.

If there are any questions pertaining to this filing, please contact us immediately.
Thank you for your attention to this matter.



Richard Wasserlauf, President
(954) 962-9119

FILED
00 OCT 24 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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00 OCT 24 AM 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ACT DISTRIBUTION, INC.**

The undersigned incorporation hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be **ACT Distribution, Inc.**

ARTICLE II

The principle office of this Corporation shall be located in the City of Fort Lauderdale, Broward County, Florida and the street address of said principle office shall be, 5555 Anglers Ave., Suite #23, Fort Lauderdale, Florida 33312.

ARTICLE III

This Corporation is organized for the following purposes:

1. To engage in the sale of equipment and furnishings.
2. To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 100 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V

The amount of capital which this Corporation will begin business shall be and is in the sum of One Hundred Dollars.

ARTICLE VI - TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII

This Corporation shall have two (2) Officers and Directors, initially. The name and street address of the initial Officers and Directors who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

--NAME--

--ADDRESS--

Richard Wasserlauf, President

5555 Anglers Ave., Suite #23
Ft. Lauderdale, FL 33312

Jeff Bernier, Vice President

5555 Anglers Ave., Suite #23
Ft. Lauderdale, FL 33312

ARTICLE VIII

The name and address of the person signing these Articles is:

Richard Wasserlauf 5555 Anglers Avenue, Suite #23, Ft. Lauderdale, FL 33312

ARTICLE IX

Pursuant to Section 48.091, Florida Statutes, Richard Wasserlauf, 5555 Anglers Ave., Suite #23, Ft. Lauderdale, FL 33312, is hereby designated as the Corporation's agent to accept service of the process within the State of Florida.

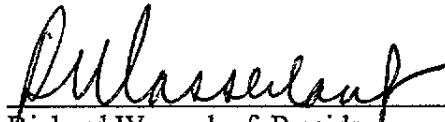
ARTICLE X

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS HEREOF, I, the undersigned subscribing incorporate have hereunto set my hand and seal for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true, on this 23rd day of October, 2000.


Richard Wasserlauf, President

STATE OF FLORIDA)

SS

COUNTY OF BROWARD)

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared **Richard Wasserlauf**, well known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 23rd day of October, 2000.


NOTARY PUBLIC, State of Florida

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In the pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

That **ACT Distribution, Inc.**, desiring to organize under the laws of the State of
Florida with its principle office as indicated in the Articles of Incorporation, has named
Richard Wasserlauf located at 5555 Anglers Ave., Suite #23, Ft. Lauderdale, FL 33312,
as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at
place designated in this certification, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.


Richard Wasserlauf
Resident Agent

10/23/00
Date

00 OCT 24 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED