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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations

Fax Number : (850) 922-4001

## From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335

Phone : (305) 599-0839

Fax Number : (305) 716-0346

## FLORIDA PROFIT CORPORATION OR P.A.

~~D.M. DISTRIBUTORS, INC.~~

D.M. Distributor Enterprises, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 21, 2000

FAS-T

SUBJECT: D.M. DISTRIBUTORS, INC.  
REF: W00000029848

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS D. & M. DISTRIBUTORS, INC. DOC #P93000051609.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H00000066307  
Letter Number: 600A00063980

ARTICLES OF INCORPORATION  
OF

D.M. DISTRIBUTOR ENTERPRISES, INC.

ARTICLE I-NAME

The name of this Corporation is D.M. DISTRIBUTOR ENTERPRISES, INC.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 500 shares of common stock having a par value of 1.00 per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is Diego R. Morejon, 7165 West 2 Way. The principal place of business of the corporation shall be 7165 West 2 Way, Hialeah, Florida 33014.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This Corporation shall have 2 Director(s) initially. The number of Directors may be increased or decreased from time to time by the Bylaws, but shall never be less than One. The names and address of the initial Director are:

| NAME             | ADDRESS                                 |
|------------------|---|
| Diego R. Morejon | 7165 West 2 Way<br>Hialeah, FL 33014    |
| Manuel Costa     | 3134 West 70 Terr.<br>Hialeah, FL 33018 |

Prepared by: Jose A. Guerrero  
Rosario & Associates,  
4410 W 16th Ave. #2  
Hialeah, Florida 33012  
Phone (305) 828-8622  
Fax (305) 828-4657

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#### ARTICLE VII-LAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

#### ARTICLE VIII-INDEMNIFICATION

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

#### ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

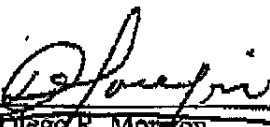
#### ARTICLE X-INCORPORATOR

The person signing these articles is Diego R. Morejon .

#### ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

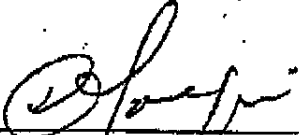
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this December 20, 2000.

  
\_\_\_\_\_  
Diego R. Morejon

ACCEPTANCE BY REGISTERED AGENT


Pursuant to the provisions of sections 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/registered agent, in the state of Florida.

D.M. DISTRIBUTOR ENTERPRISES INC. a Corporation organized under the laws of the State of Florida has named Diego R. Morejon of 7165 West 2 Way, Miami-Dade County, State of Florida, as its agent to accept service of process within this state.

  
\_\_\_\_\_  
Diego R. Morejon

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR D.M. DISTRIBUTOR ENTERPRISE, INC., A FLORIDA CORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this December 20, 2000.

  
\_\_\_\_\_  
Diego R. Morejon

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