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A LAW OFFICE OF

Stewart Jacobson, P.A.

950 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FLORIDA 33020-6024

STEWART JACOBSON

TELEPHONE: (954) 922-3700

TELEFAX: (954) 920-7626

TOLL FREE: (877) 922-3700

December 8, 2000

Secretary of State
Division of Corporations
Department of State
Tallahassee, FL 32301

Re: INTERSTATE DISTRIBUTORS, INC.
Our File No: 4559B

00 DEC 18 AM 8:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find original and one copy of Articles of Incorporation for the above named corporation along with our check in the sum of \$70.00, and a self-addressed, stamped, return envelope.

Upon receipt of these items, please file the Articles and forward the copy, conformed, to this office.

Thank you for your attention to this matter.

Very truly yours,


Stewart Jacobson

SJ:jm
Enclosure

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F. CHESLER DEC 22 2000

ARTICLES OF INCORPORATION
OF
INTERSTATE DISTRIBUTORS, INC.

FILED
DEC 18 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is: INTERSTATE DISTRIBUTORS, INC.

ARTICLE II

NATURE OF BUSINESS

That this corporation shall engage in any activity permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Five Hundred (500) shares one dollar (\$1.00) per share par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

INITIAL STREET ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is: 2500 East Hallandale Beach Blvd., Suite 102, Hallandale Beach, Florida 33009.

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTOR(S)

This corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability, provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such

officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

ARTICLE VIII

INITIAL DIRECTOR(S)

The name(s) and post office address(es) of the member(s) of the first Board of Directors are as follows:

NAME	ADDRESS
BERTRAM FARKAS	932 N.E. 26 Avenue Hallandale Beach, Florida 33009

ARTICLE IX

INCORPORATORS

The name(s) and post office address(es) of each of the incorporator(s) to these Articles of Incorporation is/are:

NAME	SHARES	ADDRESS
BERTRAM FARKAS	100	932 N.E. 26 Avenue Hallandale Beach, Florida 33009

ARTICLE X

AMENDMENT

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

ARTICLE XI

DATE OF COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence of this corporation shall be upon issuance of shares of the corporation to its shareholder(s).

ARTICLE XII

RESIDENT AGENT DESIGNATION

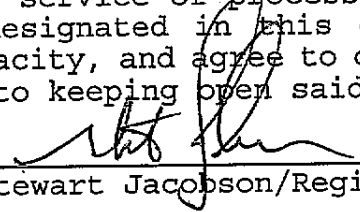
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - That INTERSTATE DISTRIBUTORS, INC. desiring to organize under the laws of the State of Florida, with its office, as indicated in these Articles of Incorporation in the City of

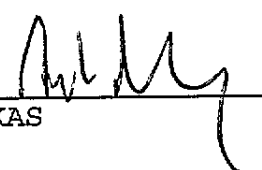
Hollywood, County of Broward, State of Florida, has named Stewart Jacobson, 950 South Federal Highway, Hollywood, Florida 33020 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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


Stewart Jacobson/Registered Agent

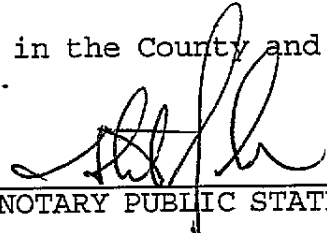
IN WITNESS WHEREOF, the party to these Articles of Incorporation has hereunto set his hand and seal this 8th day of December, 2000.


BERTRAM FARKAS

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 BERTRAM FARKAS personally known to me herein described as Incorporator and who executed the foregoing Articles of Incorporation and acknowledged before me that he signed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 8th day of December, 2000.


NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:



Stewart Jacobson
MY COMMISSION # CC766248 EXPIRES
November 19, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 18 AM 8:45

FILED