

P01000049034
Kostick & Company, P.A.
Certified Public Accountants

7520 N.W. 5th STREET
SUITE 200
PLANTATION, FLORIDA 33317

ELLIOT D. KOSTICK, CPA, CVA

SUSANNE P. NEIL, CPA

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cpakostick@aol.com

April 3, 2001

Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32304

re: Seaborne Distributing, Inc.

Gentlemen:

This is to advise you to send all information for the
incorporation of Seaborne Distributing, Inc. to the following
address:

Kostick & Company, P.A.
7520 NW 5th Street
Suite 200
Plantation, Florida 33317

300004213043--2
-05/11/01--01133--001
****122.50 *****78.75

Enclosed please find two (2) copies of the Articles of
Incorporation of Seaborne Distributing, Inc. and a check in the
amount of \$122.50 for the processing of this corporation. The
check represents payment of the following fees:

Filing	\$ 35.00
Registered Agent	35.00
Certified Copy	52.50

Total	<u>\$ 122.50</u>
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Thank you,

KOSTICK & COMPANY, P.A.


Elliot D. Kostick

FILED
01 MAY 11 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Improving The Bottom Line

FILED
01 MAY 11 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF INCORPORATION

OF

Seaborne Distributing, Inc.

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

ARTICLE I NAME

The name of the corporation shall be:

Seaborne Distributing, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1160 Hillsboro Mile, Unit 605
Hillsboro Beach, FL 33062

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Kenneth Gabryel
1160 Hillsboro Mile, Unit 605
Hillsboro Beach, FL 33062

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator(s) to these Articles of Incorporation is:

Kenneth Gabryel
1160 Hillsboro Mile, Unit 605
Hillsboro Beach, FL 33062

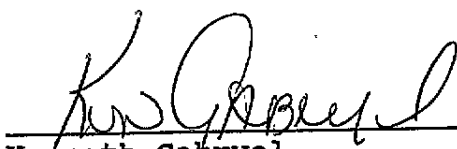
ARTICLE VI DIRECTORS

Kenneth Gabryel
1160 Hillsboro Mile, Unit 605
Hillsboro Beach, FL 33062

ARTICLE VII NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida

The undersigned has executed these Articles of Incorporation
this 25 day of 4, 2001.


Kenneth Gabryel
President

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 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.

1. The name of the corporation is:

Seaborne Distributing, Inc.

2. The name and registered agent and office is:

Kenneth Gabryel
1160 Hillsboro Mile, Unit 605
Hillsboro Beach, FL 33062

FILED
01 MAY 11 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

Kenneth Gabryel

Title President

Date

4/25/01

HAVING 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

Kenneth Gabryel

Date

4/25/01