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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
Fax Number : (954)641-4192

FLORIDA PROFIT CORPORATION OR P.A.

FLORIDA WHOLESALE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03 (4)
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

B. McKnight JAN 14 2002

#020000/2937

ARTICLES OF INCORPORATION
OF
FLORIDA WHOLESALE, INC.

The undersigned incorporator(s) and subscriber(s) to these Articles of Incorporation adopts these articles to form a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, and other laws of the State of Florida.

ARTICLE I. NAME

1. The name of the corporation shall be FLORIDA WHOLESALE, INC.

ARTICLE II. PRINCIPAL OFFICE

2. The initial principal office and mailing address of this corporation is 380 NE 67th Street, Miami, FL 33138, in Miami-Dade County, Florida.

ARTICLE III. PURPOSE

3. The corporation is formed to operate businesses, to own property of any kind, to invest in property of any kind, to import and/or export property of any kind, to borrow and/or lend money, and to transact any lawful business for which corporations may be incorporated under the laws of the state of Florida, and to have all other powers provided by the laws of the state of Florida.

ARTICLE IV. TERM OF EXISTENCE

4. The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

5. The capital stock of the corporation shall be one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE VI. REGISTERED OFFICE AND AGENT

6. The address of the initial registered office of this corporation is 2121 Ponce De Leon Blvd., Suite 600, Coral Gables, FL 33134, in Miami-Dade County, Florida. The name of the initial registered agent at that address shall be FERNANDO J. PORTUONDO, ESQ.

Fernando J. Portuondo, Esq.
2121 Ponce De Leon Blvd.
Suite 600
Coral Gables, FL 33134
FL. Bar No.: 062383

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ARTICLE VII. INCORPORATOR(S) AND SUBSCRIBER(S)

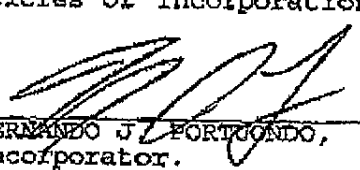
8. The name(s) and address of the person(s) signing these articles of incorporation as incorporator(s) and subscriber(s), the number of shares he/she agrees to take, and the consideration thereof, the proceeds of which will amount to at least one thousand dollars (\$1,000.00), is as follows:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION</u>
FERNANDO J. PORTUONDO 2121 Ponce De Leon Blvd. Suite 600 Coral Gables, FL 33134	1,000	\$1,000.00

ARTICLE VIII. AMENDMENT

9. The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) and subscriber(s) executed these Articles of Incorporation on January 14, 2002.


FERNANDO J. PORTUONDO,
Incorporator.

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

In compliance with section 607.0501, Florida Statutes,
the following is submitted:

FLORIDA WHOLESALE, INC., desiring to organize or qualify
under the laws of the State of Florida, with its principal office
as indicated in the Articles of Incorporation, has named FERNANDO
J. PORTUONDO, located at 2121 Ponce De Leon Blvd., Suite 600,
Coral Gables, FL 33134, in Miami-Dade County, Florida, as its
Registered Agent to accept Service of Process within this State.

Dated: January 14, 2002.


FERNANDO J. PORTUONDO, Incorporator.

Having been named to accept service of process for the above-
stated corporation, at the place designated in this Certificate, I
hereby agree to act in this capacity. I further agree to comply
with the provisions of all statutes relative to the proper
performance of my duties, and I am familiar with and accept the
obligations of my position as registered agent.

Dated: January 14, 2002.


FERNANDO J. PORTUONDO, Registered Agent.

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