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MAYRA B. HERNANDEZ  
IDELBERTO HERNANDEZ

14731 S.W. 155 Terrace  
Miami, Florida 33187  
Tel. (305) 233-0704

FILED  
02 JUN -6 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 4, 2002

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-06/06/02--01026--019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

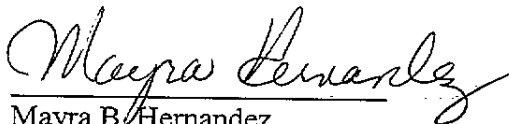
**SUBJECT: A.S.I. DISTRIBUTORS, INC.**

Enclosed please find an original and one (1) copy of the articles of incorporation for the above-referenced corporation and our check in the amount of \$87.50, in payment of the following fees:

Filing Fees	\$ 35.00
Designation of Resident Agent	35.00
Certified Copy	8.75
Certificate of Status	<u>8.75</u>
	<u>\$87.50</u>

Thank you for your assistance in this matter, we are

Very truly yours,



Mayra B. Hernandez  
14731 S.W. 155 Terrace  
Miami, Florida 33187

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ARTICLES OF INCORPORATION  
OF  
A.S.I. DISTRIBUTORS, INC.

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ARTICLE I

The name of the corporation is **A.S.I. DISTRIBUTORS, INC.** (hereinafter called the "Corporation").

ARTICLE II

The initial address of the principal office and the mailing address of the Corporation is 14731 S.W. 155 Terrace, Miami, Florida 33187.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
100	\$1.00	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 14731 S.W. 155 Terrace, Miami, Florida 33187, and the name of its initial registered agent at such office is Mrs. Mayra B. Hernandez.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least two (2) directors, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two (2) and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until a successor is duly elected and qualified is:

Idelberto Hernandez  
14731 S.W. 155 Terrace  
Miami, Florida 33187

Mayra B. Hernandez  
14731 S.W. 155 Terrace  
Miami, Florida 33187


**ARTICLE VII**

The name of the Incorporator is Mayra B. Hernandez and the address of the Incorporator is 14731 S.W. 155 Terrace, Miami, Florida 33187.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 4th day of June, 2002.

  
\_\_\_\_\_  
Mayra B. Hernandez  
Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of **A.S.I. DISTRIBUTORS, INC.** hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Mayra B. Hernandez

*Mayra Hernandez*  
Registered Agent

Dated: June 4, 2002

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