

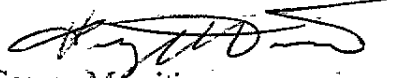
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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please find enclosed our check in the amount of \$122.50 to cover Incorporation and franchise fees for Worldwide Wholesale Distributors, Inc.

Very truly yours,


George Moraitis
Registered agent for
Worldwide Wholesale Distributors, Inc.
8312 NW 191 LN
HIALEAH, FL 33015

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CERTIFICATE OF INCORPORATION

FOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WORLDWIDE WHOLESALE DISTRIBUTORS, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the statutes of the said State of Florida.

Article I

The name of the corporation shall be , Worldwide Wholesale Distributors, Inc. and located at 8312 NW 191 Lane Hialeah, Fl 33015.

Article II

The corporation shall have perpetual existence.

Article III

The general nature of business to be transacted by the corporation shall be . . . but not limited to ... wholesale distributors of housewares etc. .

Article IV

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time, shall be 1000 shares @ \$1.00 par value.

Article V

The initial registered office of the Corporation shall be:

16919 NW 57th Ave

Miami, Fl 33055

and the initial registered agent of the corporation shall be George Moraitis..

Article VI

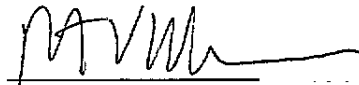
Pursuant to the authority of F.S. 607.111, the Corporation shall be managed by the stockholders, rather than a Board of Directors.

Article VII

The name of and street addresses of each incorporator to these Articles of Incorporation, are as follows:

Robert Wolan
8312 NW 191 Lane
Hialeah, FL 33015

In witness whereof, we have here unto set our hands and our seal this 10 th day of
October A.D. 2002.



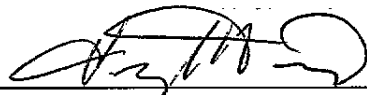
Robert Wolan

State of Florida:

County of Dade:

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgment. personally appeared: Robert Wolan to me well known to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, according to law, that he subscribed to those Articles of Incorporation.

Witness my hand and official seal, the county and state aforesaid, this 10 th day of
October , A.D. 2002.



George Moraitis
Notary Public- Florida at large



George Moraitis
Commission # DD120425
Expires June 12, 2006
Bonded Thru
Atlantic Bonding Co., Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Designation of Registered office and registered agent.

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

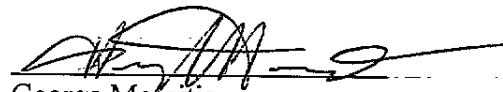
First, , Worldwide Wholesale Distributors,, Inc.
desiring to organize under the laws of the State of Florida, with its Registered office, as indicated in the Articles of Incorporation, has named George Moraitis located at 16919 NW 57th Ave, Miami, Fl 33055 as its agent to accept service of process within said state.

This 10 th day of October , A.D. 2002.


Robert Wolan

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

This 10 th day of October , A.D. 2002


George Moraitis

Registered agent of Worldwide
Wholesale Distributors, Inc.