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To:
Division of Corporations
Fax Number : (850) 205-0301

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

maxx distributors, inc.

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 20, 2002

EMPIRE CORPORATE KIT COMPANY

Distributing

SUBJECT: MAXX DISTRIBUTORS, INC
REF: W02000035494

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation if a 2003 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

THE NUMBER THAT CONFLICTS IS P02000115195.

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Claretha Golden
Document Specialist
New Filings Section

FAX Aud. #: H02000239429
Letter Number: 502A00066859

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ARTICLES OF INCORPORATION

OF

Maxx Distributing, Inc.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be:

MAXX DISTRIBUTING, INC

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation is:

6970 N.W. 186TH STREET UNIT 501
MIAMI LAKES, FLORIDA 33015

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having an individual par value of \$ 1.00

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Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: Errol P. McLeod

6970 N.W. 186TH STREET UNIT 501
MIAMI LAKES, FLORIDA 33015

ARTICLE VII

The name and address of the initial board of director(s) shall be:

ERROL P. McLeod	}	6970 NW 186TH ST UNIT 501 MIAMI LAKES, FL 33015
Guillermo A. McLeod		
NILKA Y. McLeod		

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is: Errol P. McLeod

6970 N.W. 186TH STREET UNIT 501
MIAMI LAKES, FLORIDA 33015

The undersigned has executed these Articles of Incorporation this 18th
day of Dec., 2002



INCORPORATOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Maxx Distributing, Inc.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



REGISTERED AGENT

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