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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

legacy distributors, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
LEGACY DISTRIBUTORS, INC.

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

ARTICLE I - NAME

The name of the corporation shall be LEGACY DISTRIBUTORS, INC.

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The street and mailing address of the initial principle place of business of this corporation shall be:

LEGACY DISTRIBUTORS, INC.
20941 Bay Court, #121
Aventura, FL 33180

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, each share having a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation, and the name of the registered agent at that office, are as follows:

Mark Bassan
20941 Bay Court, #121
Aventura, FL 33180

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ARTICLE VI - INCORPORATORS

The name and street address of the incorporators of this corporation are:

Mark Bassan
20941 Bay Court, #121
Aventura, FL 33180

Miguel Bassan
20941 Bay Court, #121
Aventura, FL 33180

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. The names and addresses of the person who will serve on the initial board of directors are:

Mark Bassan
20941 Bay Court, #121
Aventura, FL 33180

Miguel Bassan
20941 Bay Court, #121
Aventura, FL 33180


ARTICLE VII - BYLAWS


The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of the corporation.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the stockholders or at any special meeting of the stockholders called for that expressed purpose.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 3 day of Jan, 2003


Mark Bassan
Incorporator


Miguel Bassan
Incorporator

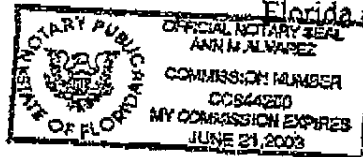
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Mark Bassan and Miguel Bassan, known to me to be the persons who executed the foregoing articles of incorporation, and acknowledged before me that they executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 3 day of JANUARY, 2003.

Ann M. Alvarez
Notary Public, State of
Florida at Large

My Commission expires:



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

1. The name of the corporation is **LEGACY DISTRIBUTORS, INC.**
2. The name and address of the registered agent and office is:

Mark Bassan
20941 Bay Court, #121
Aventura, FL 33180



Mark Bassan
Incorporator of Legacy Distributors, Inc.

Date: 1/3/03

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



Mark Bassan
Registered Agent of
Legacy Distributors, Inc.

Date: 1/3/03

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