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Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

AMERICAN WHOLESALERS, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

AMERICAN WHOLESALERS, INC.

I, the undersigned, hereby make, subscribe and acknowledge these Articles of incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of the corporation shall be **AMERICAN WHOLESALERS, INC.** and its existence shall be perpetual.

2. The general nature of the business to be transacted shall be to invest in property of any kind, to import and/or export property of any kind, operate businesses, borrow or lend money on general credit mortgages, 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.

3. The capital stock of the corporation shall consist of **ONE THOUSAND (1,000)** shares of **ONE (\$1.00)** Dollar par value.

4. The principal office of the corporation shall be **1181 HIDDEN VALLEY WAY, WESTON, FLORIDA, 33327.**

5. The amount of capital with which the corporation shall begin business is **ONE THOUSAND (\$1,000.00)** Dollars.

6. The number of the directors shall be at least one (1), and the name and post office address of the first Director and Officer is:

6.1 President/Secretary/Director: **CYNTHIA SEIDL**, whose office address is **1181 HIDDEN VALLEY WAY, WESTON, FLORIDA, 33327.**

Luis F. De La Cruz, Jr.,
95 Merrick Way, Ste. 440
Coral Gables, FL 33134
305/443-0100
Fl. Bar No. 278459

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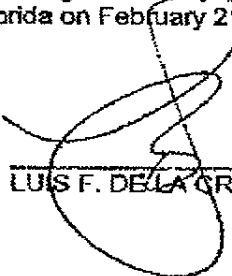
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7. The name and post office address of the sole subscriber to these Articles of incorporation, the number of shares he agrees to take, and the consideration thereof, is as follows:

NAME	NO. OF SHARES	CONSIDERATION
Luis F. De La Cruz, Jr. 95 Merrick Way, Ste. 440 Coral Gables, FL 33134	1,000	\$1,000.00

8. The corporation designates **LUIS F. DE LA CRUZ, JR. of 95 Merrick Way, Ste. 440, Coral Gables, Florida 33134** as its Registered Resident Agent, to accept service of process within this state.

IN WITNESS WHEREOF, the undersigned hereby subscribes to these Articles of incorporation at Miami, Dade County, Florida on February 27, 2003.



LUIS F. DE LA CRUZ, JR.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

AMERICAN WHOLESALERS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Miami, County of Dade, State of Florida, has named Luis F. De La Cruz, Jr., located at 95 Merrick Way, Ste. 440, Coral Gables, Florida 33134 as Registered Resident Agent to accept Service of Process within this State.

Having been named to accept Service of Process for the above-stated corporation at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.



LUIS F. DE LA CRUZ, JR.
(Registered Resident Agent)

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