

**P03000065976**

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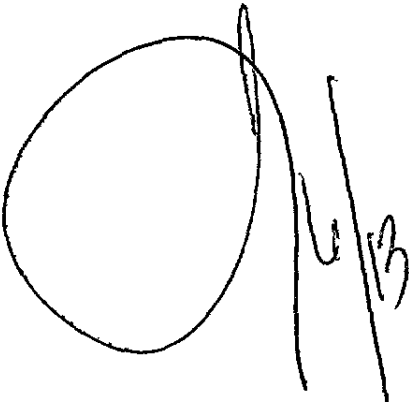
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**FLORIDA PROFIT CORPORATION OR P.A.**

**nelak distributor, inc.**



Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 13, 2003

EMPIRE

SUBJECT: NELAK DISTRIBUTOR, INC.  
REF: W03000017001

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.

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Becky McKnight  
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

NELAK DISTRIBUTOR, INC.

ARTICLE I - NAME

The name of the corporation is NELAK DISTRIBUTOR, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is:  
175 FONTAINEBLEAU BLVD., SUITE 1G4  
MIAMI, FL 33172

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**ARTICLE VII - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent for this corporation is:

NELLY L. PEREZ  
175 FONTAINEBLEAU BLVD., SUITE 1G4  
MIAMI, FL 33172

**ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of this corporation is:

175 FONTAINEBLEAU BLVD., SUITE 1G4  
MIAMI, FL 33172

**ARTICLE IX - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
NELLY L. PEREZ	175 FONTAINEBLEAU BLVD SUITE 1G4 MIAMI, FL 33172	PRESIDENT
MARIA D. GONZALEZ	175 FONTAINEBLEAU BLVD. SUITE 1G4 MIAMI, FL 33172	V-PRESIDENT

**ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

NELLY L. PEREZ  
175 FONTAINEBLEAU BLVD., SUITE 1G4  
MIAMI, FL 33172

**ARTICLE XI - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

#### ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS THEREOF, the undersigned subscriber has executed these

Articles of Incorporation on this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

  
\_\_\_\_\_  
INCORPORATOR

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before

me on this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

by \_\_\_\_\_.

\_\_\_\_\_  
Notary Public  
State of Florida

Personally known to me  
(or I.D. shown).

My commission expires:

TOTAL P.07

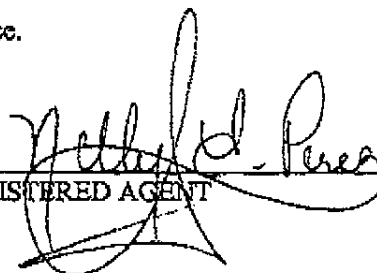
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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said  
Act: **NELAK DISTRIBUTOR, INC.**, desiring to organize under the laws of the state of  
Florida, with its principal offices as indicated in the Articles of Incorporation has named  
**NELLY L. PEREZ** at **175 FONTAINEBLEAU BLVD., SUITE 1G4, MIAMI, FL 33172** as its  
agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the place  
designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the  
provisions of said Act relative to keeping open said office.

  
REGISTERED AGENT

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