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SAJR Distributors, Inc. 6175 NW 167<sup>th</sup> Street Suite G-16 Miami, Florida 33015

(305) 364 - 9856 (305) 364 - 9866 (fax)

Director: Alex Blanco

President: Rafael Salvia Secretary: Jeffrey Escandell Treasury: Sergio Caceres

# 115527

# TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 \$78.75 \$87.50 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED

NOTE: Please provide the original and one copy of the articles.

#### ARTICLES OF INCORPORATION

OF .

#### SAJR DISTRIBUTORS, INC.

#### ARTICLE I - NAME

The name of this corporation is SAJR Distributors, Inc.

#### ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

6175 N.W. 167<sup>th</sup> Street, Suite G-16 Miami, Florida 33015

#### ARTICLE III - PURPOSE

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

#### ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

This Instrument Prepared by: Frank G. Burt Florida Bar No. 197963 Address: Jorden Burt LLP 777 Brickell Avenue, Suite 500 Miami, FL 33131

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

6175 N.W. 167<sup>th</sup> Street, Suite G-16 Miami, Florida 33015

and the name and address of the initial registered agent of this corporation are:

<u>Name</u>	Address
Jeffrey Escandell	6175 N.W. 167 <sup>th</sup> Street, Suite G-16
	Miami, FL 33015

#### ARTICLE VI - COMMENCEMENT

This corporation shall commence at the time of the filing of these Articles of Incorporation.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of four (4) person(s). The number of directors may be either increased or decreased from time to time as provided for in the By-Laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation are:

<u>Name</u>	Address
Alex Blanco	6175 N.W. 167 <sup>th</sup> Street, Suite G-16 Miami, FL 33015
Rafael Salvia	6175 N.W. 167 <sup>th</sup> Street, Suite G-16 Miami, FL 33015
Jeffrey Escandell	6175 N.W. 167 <sup>th</sup> Street, Suite G-16 Miami, FL 33015
Sergio Caceres	6175 N.W. 167 <sup>th</sup> Street, Suite G-16 Miami, FL 33015

# ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as Incorporator are:

Name

Address

Jeffrey Escandell

6175 N.W. 167<sup>th</sup> Street, Suite G-16 Miami, FL 33015

#### ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-Laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

#### ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

#### ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the  $\geq$  day of June, 2003.

effrey Escandell

Incorporator

# CERTIFICATE OF DESIGNATION FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following Statement in designating the registered office/registered agent, in the State of Florida:

1. The name and address of the Corporation is:

SAJR Distributors, Inc. 6175 N.W. 167<sup>th</sup> Street, Suite G-16 Miami, FL 33015

2. The name/address of the registered agent and office is:

Jeffrey Escandell 6175 N.W. 167<sup>th</sup> Street, Suite G-16 Miami, FL 33015

## **ACKNOWLEDGMENT**

Having been named as Registered Agent and to accept service of process for the above 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 Florida 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.

June <u>26</u>, 2003 (Date)

SECRETARY OF STATI