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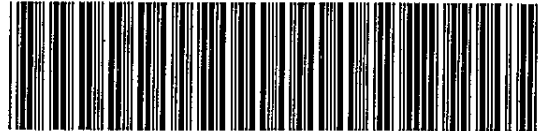
(Business Entity Name)

(Document Number)

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01/21/04--01039--026 \*\*78.75

**EFFECTIVE DATE**  
9/16/2004

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 JAN 20 PM 6:13

**FILED**

January 17, 2004

Department of State  
Division of Corporations  
Corporate Filings  
409 E. Gaines Street  
Tallahassee, FL 32399

**Re:    *Name of Corporation:*            *J.M.R. Distributor's Inc.***

Dear Sir/Madam:

Enclosed please find two originals of the Articles of Incorporation for ***J.M.R. Distributor's Inc.*** for filing and a check in the amount of \$ 78.75 payable to the Secretary of State to cover the following:

Filing Fee	\$ 35.00
Designation of Register Agent	\$ 35.00
Certified Copy	<u>\$ 8.75</u>
<b>TOTAL:</b>	<b>\$ 78.75</b>

Once filed, kindly mail a certified copy of the Articles of Incorporation in the enclosed self addressed stamped express mail envelope to our office and fax us a copy of the same.

If you have any questions, do not hesitate to contact the undersigned.

Sincerely,



JENNIFER FRANCISCO  
15687 S.W. 139<sup>th</sup> Avenue  
Miami, FL 33177  
Tel. (305) 971-0679

Enclosures

**EFFECTIVE DATE**  
01/16/2004

**FILED**

04 JAN 20 PM 6:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**J.M.R. DISTRIBUTOR'S INC.**

The undersigned incorporator hereby executes, acknowledges and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation under the Florida Business Corporation Act (the "Act").

**ARTICLE I - Name**

The name of the corporation is J.M.R. DISTRIBUTOR'S INC.

**ARTICLE II - Principal Office**

The initial principal place of business or mailing address of the Corporation shall be 15687 S.W. 139<sup>th</sup> Avenue, Miami, Florida 33177.

**ARTICLE III - Term of Existence**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### **ARTICLE IV - Nature of Business**

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

#### **ARTICLE V - Authorized Shares**

(a) Number. The Corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of \$1.00 each.

(b) Preemptive Rights. Shareholders shall have preemptive rights.

#### **ARTICLE VI - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation shall be 15687 S.W. 139<sup>th</sup> Avenue, Miami, Florida 33177 and the name of the initial registered agent of this corporation at that address is YOLANDA CORDERO.

#### **ARTICLE VII - Directors**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of its board of directors. The Corporation shall have **two (2)** directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the first member of the board of directors are:

Name:

Yolanda Cordero

Jennifer Francisco

Address:

15687 S.W. 139<sup>th</sup> Avenue  
Miami, Florida 33177

15687 S.W. 139<sup>th</sup> Avenue  
Miami, Florida 33177

**ARTICLE VIII - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that such bylaws shall not be altered, amended or repealed by the board of directors.

**ARTICLE IX - Incorporator**

The name and address of the subscriber to these Articles is:

Name:

Yolanda Cordero

Address:

15687 S.W. 139<sup>th</sup> Avenue  
Miami, Florida 33177

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the City of Miami, State of Florida this 16<sup>th</sup> day of January, 2004.

STATE OF FLORIDA )

)SS:

COUNTY OF MIAMI-DADE )

 (SEAL)  
Yolanda Cordero, Incorporator

BEFORE ME, the undersigned authority, this day personally appeared YOLANDA CORDERO, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Miami-Dade County, Florida this 16<sup>th</sup> day of January, 2004.

  
Printed Name:

Notary Public

My Commission Expires

 **Isis T. Alonzo**

★ My Commission CC924882

Expires April 03, 2004

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

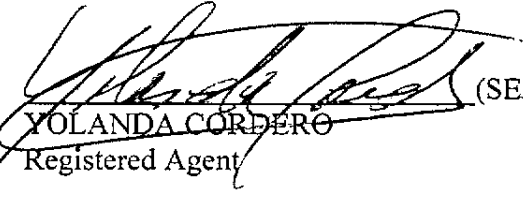
In compliance with Section 48.091, Florida Statutes, the following is submitted:

**J.M.R. DISTRIBUTOR'S INC.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Miami, State of Florida has named Yolanda Cordero, located at 15687 S.W. 139<sup>th</sup> Avenue, Miami, Florida 33177, as its agent to accept service of process within Florida.

 (SEAL)  
YOLANDA CORDERO  
Incorporator

Dated: January 16, 2004

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

 (SEAL)  
YOLANDA CORDERO  
Registered Agent

Dated: January 16, 2004