

PO4000049477

Division of Corporations

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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0381

Att: Bobbie

From:
Account Name : EMPYRE CORPORATE KIT COMPANY
Account Number : 072458003255
Phone : (305)634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

general distributions, inc.

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ALLAHSSEE FLORIDA

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STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
GENERAL DISTRIBUTIONS, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

GENERAL DISTRIBUTIONS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

a) Distributions in General

b) Generally, to do and perform a-1 kind of distributions, contracts of any kind and description, and for the purposes of attaining any of the objects of the corporation; to purchase, sell, operate, own, hold, import, export, general merchandise, personal property of every kind, nature and description wherever located, both tangible and intangible and including choses in action, either as owner, broker or factor.

c) In the purchase, sell or acquisition of general merchandise, business rights or franchise, or for any other objective in or about its business affairs, and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money, in any lawful manner, including the issue and sale or other dispositions of bonds, evidences of indebtedness, whether secured by merchandise, mortgage, pledge or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

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d) To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue THREE HUNDRED (300) shares of ONE DOLLAR (\$1.00) par value each common stock, which shall be designated "Common Shares".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is 14132 S. W. 160th Avenue, Miami, Florida 33196; being this the mailing address of this corporation, and the name of the initial registered agent is ENRIQUE SAN.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS.

The name and address of the initial director of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
ENRIQUE SAN Pres.-Sec.-Treas.	14132 S. W. 160th Avenue Miami, Florida 33196

ARTICLE IX - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation, the number of shares each agree to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
ENRIQUE SAN	14132 S. W. 160th Avenue Miami, Florida 33196	300	\$ 300.00

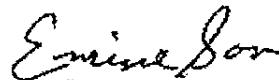
ARTICLE X - AMENDMENT

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

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of the corporation.

No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of the month of January, 2004.



ENRIQUE SAN
Pres. Sec. Treas.

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DEPT. OF STATE
TALLAHASSEE FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR GENERAL
DISTRIBUTIONS, INC., AT THE PLACE DESIGNATED IN THE FOREGOING
ARTICLES OF INCORPORATION, 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 PERFORMANCES OF MY DUTIES.

SIGNED THIS 2ND DAY OF JANUARY, 2004.

ENRIQUE SAN
RESIDENT-AGENT

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