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(Requestor's Name)

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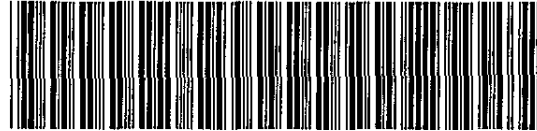
(Business Entity Name)

(Document Number)

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Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Subject: OUTADABOX DISTRIBUTORS, INC.
5036 DR. PHILLIPS BOULEVARD, SUITE 286
ORLANDO, FL 32819

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$131.50
Filing fee, certified copy & certificate

From: YAGNESH PATEL
2241 WINTERMERE POINT DRIVE
WINTER GARDEN, FL 34787

ARTICLES OF INCORPORATION
OF
OUTADABOX DISTRIBUTORS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I--NAME

The name of the corporation shall be , OUTADABOX DISTRIBUTORS, INC.

ARTICLE II -- NATURE OF BUSINESS

1. The general nature of the business of the corporation shall be Internet Sales, Retail and Wholesale.
2. This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III -- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 5036 Dr. Phillips Boulevard, Suite 286, Orlando, Fl 32819.

ARTICLE IV -- CAPITAL STOCK

The capital stock of this corporation shall consist of 1000 shares of common stock with a par value of \$ 1.00.

ARTICLE V-- INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Yagnesh Patel, 2241 Wintermere Point Drive, Winter Garden, Fl, 34787.

ARTICLE VI -- DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than two [2] directors. The name and address of the directors are:

Yagnesh Patel, 2241 Wintermere Point Drive, Winter Garden, Fl 34787
Mitchell Dean, 5036 Dr. Phillips Boulevard, Orlando, Fl 32819

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JANUARY 1, 2004

ARTICLE VII -- INCORPORATOR

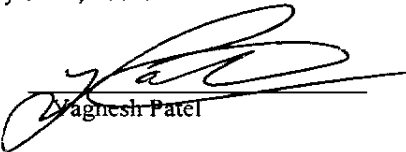
The name and address of the incorporators are:

Yagnesh Patel, 2241 Wintermere Point Drive, Winter Garden, FL 34787

ARTICLE VIII -- SHAREHOLDERS

The shareholders of this corporation shall have a pre-emptive right to acquire unissued or treasury shares of the corporate convertible into or carrying a right to subscribe to or acquire shares as issued by the corporation.

The undersigned have executed these Articles of Incorporation this day of , 2004.

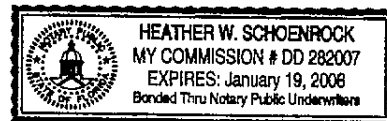

Yagnesh Patel

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of March, 2004, by
, who is personally known to me or who did produce
as identification and did take an oath.

NOTARY PUBLIC

SIGN Heather W. Schoenrock
PRINT Heather W. Schoenrock
State of Florida at Large
My Commission Expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 of the corporation is:

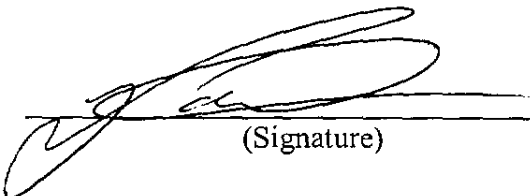
OUTADABOX DISTRIBUTORS, INC.
5036 DR. PHILLIPS BOULEVARD, SUITE 286
ORLANDO, FL 32819

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

YAGNESH PATEL
2241 WINTERMERE POINT DRIVE
WINTER GARDEN, FL 34787

Having been named as registered agent and to accept service of process for the above stated 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 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.

YAGNESH PATEL


(Signature)

3-26-04
(Date)

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