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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION

one south distributors, inc.

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H07000258500

ARTICLES OF INCORPORATION

OF

ONE SOUTH DISTRIBUTORS, INC.

FILED
07 OCT 18 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to the Articles of Incorporation, natural person, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

ARTICLE I

The name of the corporation is:

ONE SOUTH DISTRIBUTORS, INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are Fifty (50) shares at Ten (10) dollars a share.

This instrument prepared by:

Douglas W. Oesterle
9506 S Red Road
Miami, FL 33156

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ARTICLE V

The street address of the initial registered and principal office of this Corporation is:

20841 S. W. 238 STREET

MIAMI, FL 33031

ARTICLE VI

The name of the initial Registered Agent of this Corporation is:

JEANNE BELL

ARTICLE VII

The Corporation shall have One (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII

The name and address of the initial director of this Corporation is:

TERRY BELL 9945 SW 223 TERRACE MIAMI, FL 33190

URBELL HERNANDEZ 20841 SW 238 STREET MIAMI, FL 33031

JEANNE BELL 9945 SW 223 TERRACE MIAMI, FL 33190

ARTICLE IX

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

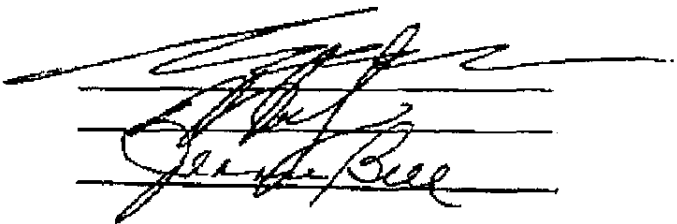
TERRY BELL 9945 SW 223 TERRACE MIAMI, FL 33190

URBELL HERNANDEZ 20841 SW 238 STREET MIAMI, FL 33031

JEANNE BELL 9945 SW 223 TERRACE MIAMI, FL 33190

ARTICLE X

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



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT WHOM THE PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

FIRST: ONE SOUTH DISTRIBUTORS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation:

20841 SW 238 STREET

MIAMI, FL 33031

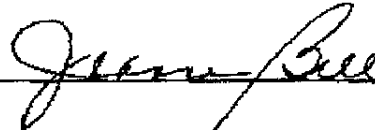
SECOND: The name of the initial Registered Agent of this Corporation is:

JEANNE BELL

as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of this Act relative to keeping this office.



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