

P95000008756

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: W.L.M. DISTRIBUTORS CORPORATION
FAX AUDIT NUMBER: H95000001340
DATE REQUESTED: 02/02/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:20:54
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000001340)))

** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:06

FILED
95 FEB -2 AM 11:26
TALLAHASSEE, FLORIDA



68:01:27 2-23:95
GENEROUS

BEL BUSINESS LEGAL
141 N.E. 3rd AVENUE.
SUITE 206
MIAMI, FL 33132
(305) 373-6211

ARTICLES OF INCORPORATION OF

ELYANE BECHTINGER

ARTICLE I - NAME

The name of this corporation is: W.L.M. DISTRIBUTORS CORPORATION
with the principal place of business located at:

100 SE 1st St.-loja 46 - MIAMI -FL - 33131

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar per (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

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

ARTICLE V - INITIAL REGISTERED OFFICE

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

100 SE 1st ST- loja 46 MIAMI -FL - 33131

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

WELLINGTON SOUZA MOURA /

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 FEB -2 AM 11:26

FILED

H9500 0001340

H9500 0001340

H9 500 0001340

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 01 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director(s) of this corporation :

WELLINGTON SOUZA MOURA - PRESIDENT/TREASURER/SECRETARY ✓

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

WELLINGTON SOUZA MOURA -- 1500 Bay Rd # 600
MIAMI BEACH -FL - 33139 ✓

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

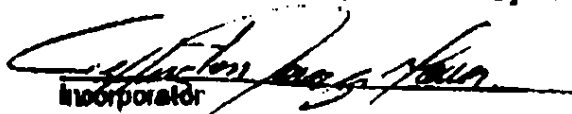
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of February of 1995


Incorporator

H9 500 0001340

H9 500 0001340

CERTIFICATE DESIGNATING THE ADDRESS AND AN

AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

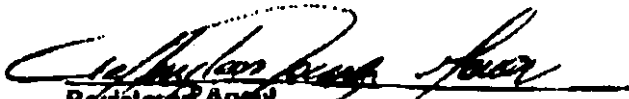
That WLM DISTRIBUTORS CORPORATION, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed

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

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, the 1st day of February, 1995.


Registered Agent

H9 500 0001340

FEB-02-1997 09:53 FROM EMPIRE

TO

1904922-0000

P.10

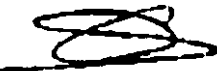
H9 500 0001340

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared WELLINGTON SOUSA MOURA

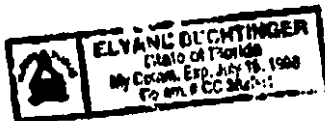
known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 1st day of February, 1995



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



H9 500 0001340

FILED
95 FEB -2 AM 11:26
TALLAHASSEE, FLORIDA