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P95000009020

January 23, 1995

Secretary of State  
Corporations Division  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Articles of Incorporation for UNI-TRANSFER & DISTRIBUTORS, INC.

000001394720  
-02/01/95--01015--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

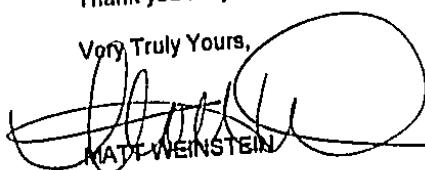
Gentlemen:

Enclosed are proposed Articles of Incorporation and Registered Agent designation for the Corporation named above. My check for \$70.00 is also enclosed to cover the Registered Agent and filing fees. Please return the copy with your filing stamp. A certified copy of the Articles is not necessary.

Please prepare an acknowledgment for this corporation, and return it and the date stamped copy to this office.

Thank you for your assistance in this matter.

Very Truly Yours,

  
MATT WEINSTEIN

FILED  
95 JAN 31 PM 5:36  
NOTARY OF STATE  
TALLAHASSEE, FLORIDA

Max

Encl: Articles, check

H. SIMS FEB - 2 1995

**Articles of Incorporation**  
of  
**Uni-Transfer & Distributors, Inc.**

**Article I - Name**

The name of this Corporation is:  
**UNI-TRANSFER & DISTRIBUTORS, INC.**

**Article II - Principal Office and Mailing Address**

The principal office and mailing address of the Corporation shall be 6737 Pansy Dr., Miramar FL 33023

**Article III - Duration**

This Corporation shall have perpetual existence, commencing on the date of filing of these Articles.

**Article IV - Purpose**

This Corporation is organized for the purpose of engaging in the provision of services; in the import, export, manufacture, DISTRIBUTORS, purchase and sale of wholesale and retail goods and in any business permitted by law

**Article V - Powers**

The Corporation shall have all the Corporate Powers enumerated in the Florida General Corporations Act, Florida Statutes, Chapter 607, et. seq.

**Article VI - Capital Stock**

This Corporation is authorized to issue one thousand shares of no par value common stock. Said stock shall be issued pursuant to a plan under §1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958. All of said Stock shall be payable in cash, services or property other than stock or securities in lieu of cash at a just valuation to be determined by the Board of Directors.

**Article VII - Rights of Shareholders**

Except as otherwise provided by law, the entire voting power for the selection of Directors, the adoption of By-Laws, and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares. At their option the affairs of the Corporation may be managed by the Shareholders.

**Article VIII - Initial Registered Office and Agent**

The Street Address of the Initial Registered Office of this Corporation is 6737 Pansy Dr., Miramar FL 33023.

The initial Registered Agent of the Corporation at that address is GARY CEDENO.

**Article IX - Incorporator**

The name and address of the person signing these Articles of Incorporation is GARY CEDENO, 6737 Pansy Dr., Miramar FL 33023.

**Article X - Amendment**

This Corporation reserves the right to amend or repeal, in the manner provided by law, the provisions contained in these Articles or any Amendments thereto, and any rights conferred upon Shareholders is subject to this reservation.

IN WITNESS WHEREOF the Undersigned Incorporator has executed these Articles of Incorporation and agrees to act as Registered Agent of the Corporation this 23rd day of JANUARY, 1995, at South Miami, in the County of Dade and State of Florida.


 **INCORPORATOR and REGISTERED AGENT,**  
GARY CEDENO

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared: GARY CEDENO, being personally known by and to me, or who produced the following identification:

FL ID. License  
and he executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and seal this 23rd day of JANUARY, 1995.

  
MATT WEINSTEIN, Notary Public, State of Florida  
Comm #78316



MATT WEINSTEIN  
Notary Public, State of Florida  
My Comm. Expires Feb. 1, 1995  
No. CC 678316