

Division of Corporations

Dear: **P95000016901** 2/24/95

I AM FILING A CORPORATION
with fee of \$122.50

By Federal Express, when
it is file could you
send it back By Federal
Express to SOUTH DADE Wholesale

11238 SW 137 Ave.

MIAMI FL 33186

ATTN: HEREDIA

Acct

FEDERAL EXPRESS # 1794-9727

TO MY:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 27 PM 2:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 27 PM 2:28

Thank you

Heredia

SMK

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 27 PM 2:28

ARTICLES OF INCORPORATION

OF

SOUTH DADE WHOLESALE INC.

We, the undersigned subscribers to these articles of Incorporation, each a natural person competent to contract, hereby associate together to form a Corporation under the Laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be: SOUTH DADE WHOLESALE INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be the Retail Sale of General Merchandise, any other activities of business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character of business, to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state of government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$1.00 par value per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than five hundred Dollars (\$500.00)

ARTICLE V
TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is 4517 S.W. 75TH AVE MIAMI FLA 33155
The Board of Director may from time-to-time, move the principal office to any other address in the State of Florida.

ARTICLE VII
DIRECTORS

This corporation shall have not less than two directors initially. The number of directors may be increased or diminished from time-to-time by the by-laws adopted by the stockholders.

ARTICLE VIII
BOARD OF DIRECTORS

the name and street address of the members of the first Board of Director are:

NAME	TITLE	ADDRESS
GUILLERMO HEREDIA	PRESIDENT	11238 S.W. 137 AVE MIAMI, FL. 33186

ARTICLE IX
SUBSCRIBERS

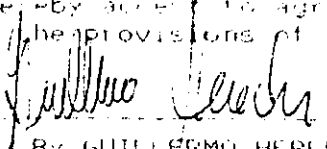
NAME	ADDRESS	SHARES	CONSIDERATION
GUILLERMO HEREDIA	11238 S.W. 137 AVE MIAMI FL 33196	1000	\$ 1000.00

ARTICLE X
REGISTERED AGENT

The address of the Registered Office of this corporation shall be: 4517 S.W. 75TH AVE MIAMI FLA, 33186 and the Registered agent shall be:

GUILLERMO HEREDIA

In compliance with Florida Statute, Section 607.164, having been named to accept process for the above state corporation, at the place design in these Articles of Incorporation, I hereby agree to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


By GUILLERMO HEREDIA

ARTICLE XI
AMENDMENT


These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA
COUNTY OF DADE

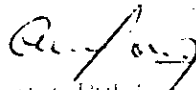
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SECRETARY OF STATE
95 FEB 27 PH 2:28

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements personally appeared:

WITNESS my hand and official seal in the County and State named above this 24 day of FEB 1995.



NOTARY PUBLIC



Notary Public, State at Large
My Commission Expires:

