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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: FAB-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST BAYVIEW STREET

MIAMI FL 33166-

3701-000027

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MANATEE DISTRIBUTORS, INC.

FAX AUDIT NUMBER: H95000003070

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/17/1995

TIME REQUESTED: 08:40:53

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03/17 PM 12:22
TALLAHASSEE, FLORIDA

03/17/95

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ARTICLES OF INCORPORATION**OF**MANATEE DISTRIBUTORS, INC.,FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MARCH 17 PM 2:22

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: MANATEE DISTRIBUTORS, INC.

The principal place of business of this corporation shall be: 6595 N.W. 36th St. Ste 107
Miami, FL 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1,000 Shares

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President: Alberto E. Morales

12790 S.W. 16th St.
Miami, FL 33175

Secretary: Gustavo E. Millan

310 S.W. 65th Ave.
Miami, FL 33144

Prepared by: Gustavo E. Millan
6595 N.W. 36th St. Ste 107
Miami, FL 33166
(305) 876-9830

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ARTICLE VI INCORPORATOR(S)

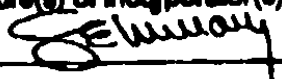
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Gustavo E. Millan

6595 N.W. 36th St. Suite 107
Miami, FL 33166

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these
Articles of Incorporation this 16 day of MARCH, 1995

Signature(s) of Incorporator(s)



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: MANATEE DISTRIBUTORS, INC.

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

Gustavo E. Millan(P.O. BOX NOT ACCEPTABLE)6595 N.W. 36th St., Suite 107 Miami, FL 33166(CITY/STATE/ZIP)SIGNATURE *[Signature]*(Corporate Officer)TITLE PresidentDATE 3/16/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *[Signature]*DATE 3/16/95

REGISTERED AGENT FILING FEE:

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