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3/22/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

2920-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: A.C.E. DISTRIBUTORS & MANUFACTURING, INC.

FAX AUDIT NUMBER: H9500003311

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/22/1995

TIME REQUESTED: 13:57:06

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CERTIFICATE OF STATUS: 0

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FILED
95 MAR 23 PM 5:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

 3/23

RECEIVED
MAR 23 1995
12:28 PM
MAR 23 1995

H95000003311

ARTICLES OF INCORPORATION

OF

A.C.E. DISTRIBUTORS & MANUFACTURING, INC.

FILED
95 MAR 23 PM 5:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: A.C.E. DISTRIBUTORS & MANUFACTURING, INC.

The principal place of business of this corporation shall be: 7501 East Treasure Dr. Apt 9-S
Mailing address: 6800 SW 40 St. Ste 486 North Bay Village, FL 33141
Miami, FL 33155

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: 500 Shares \$ 1.00 par value

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: Eloy Paez

7501 East Treasure Dr. Apt 9-S
North Bay Village, FL 33141

Secretary: Ruben Ramos

6947 S.W. 115th Pl. Unit C
Miami, FL 33175

Prepared by: Eloy Paez
7501 East Treasure Dr.
North Bay Village, FL 33141
(305) 866-8164

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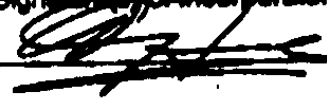
ARTICLE VI INCORPORATOR(S)

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

Alberto R. Tanayo 8300 SW 31 St. Miami, FL 33155

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 22 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 sections 807.0801 or 817.0801, 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: A.C.E. DISTRIBUTORS & MANUFACTURING, INC.

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

Alberto R. Tamayo
(NAME)

8300 SW 31 St. Miami, FL 33155
(P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE DATE March 22, 1995

95 MAR 23 PM 5:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT FILING FEE: \$35.00

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