

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086



19500025547

ACCOUNT NO. : 072100000032

REFERENCE : 568543 4144A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : March 30, 1995

ORDER TIME : 9:51 AM

ORDER NO. : 568543

CUSTOMER NO: 4144A

CUSTOMER: Lazara R. Davalos, Legal Asst
HOLLAND & KNIGHT

Suite 3000
701 Brickell Avenue
Miami, FL 33131

100001443871
-03/30/95--01044--012
***122.50 ***122.50

DOMESTIC FILING

NAME: PX DISTRIBUTORS, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN MAR 30 1995

FILED
95 MAR 30 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PX DISTRIBUTORS, INC.

FILED
95 MAR 30 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation is PX Distributors, Inc. (hereinafter called the "Corporation").

ARTICLE II

Principal Office

The address of the principal office and the mailing address of the Corporation is 14600 Biscayne Boulevard, North Miami Beach, Florida 33181.

ARTICLE III

Capital Stock

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	\$.01	Common

ARTICLE IV

Registered Office and Agent

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301, and the name of its initial registered agent at such office is Corporation Information Services, Inc.

ARTICLE V

Incorporator

The name of the Incorporator is L. Frank Cordero, and the address of the Incorporator is c/o Holland & Knight, 701 Brickell Avenue, Suite 3000, Miami, Florida 33131.

ARTICLE VI

Indemnification

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent permitted by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 29th day of March, 1995.



L. Frank Cordero - Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of PX Distributors, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION INFORMATION
SERVICES, INC., registered
agent

By: Gail Shelby
Gail Shelby as agent

Dated: 3-30-95

MIA2-277996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA