

ARTICLES OF INCORPORATION
OF
UNITED PACKAGING SURPLUS, INC.

The undersigned hereby agree(s) to organize a corporation under the laws of the State of Florida, with the following Articles of Incorporation.

ARTICLE I
NAME

The corporate name shall be:
UNITED PACKAGING SURPLUS, INC.

ARTICLE II
EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The corporate purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

ARTICLE IV
AUTHORIZED CAPITAL STOCK

The amount of capital stock authorized is five thousand (5,000) shares with no par value.

THIS DOCUMENT WAS PREPARED BY:
BETTY FEINSTEIN
Florida Bar No. 953120
407 Lincoln Road, Suite 28
Miami Beach, Florida 33139
(305) 672-7772

FILED
95 JUL 13 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLE V
PRINCIPAL OFFICE**

The post office address of the principal office of the corporation is: 1951 N.E. 188 Street, North Miami Beach, Florida, 33179, or at any other location that the Board of Directors chooses to designate.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial Registered Agent of the corporation is:

BRETT FREINSTEIN, ESQ., and the street address of the registered office is:

407 Lincoln Road, Suite 3B, Miami Beach, Florida, 33139.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

NAME	ADDRESS
Barry Block	1951 N.E. 188 Street North Miami Beach, Florida 33179

**ARTICLE VIII
POWERS OF DIRECTOR(S)**

The Director(s) shall exercise all powers conferred by law.

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**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify any and all of its directors or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

**ARTICLE X
AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

**ARTICLE XI
INCORPORATOR**

The name(s) and address(es) of the Incorporator(s) of the corporation is/are as follows:

NAMES

ADDRESSES

Barry Block

1951 N.E. 188 Street
North Miami Beach, Florida 33179

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the corporation, has executed these Articles of Incorporation this 12 day of JULY, 1995.

BARRY BLOCK
Incorporator

STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
HARRY BLOCK, to me well known and known to me to be the person
described in and who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed the
same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State
aforementioned this 12 day of July, 1995.

Bonnie J. Padulsky
NOTARY PUBLIC
State of Florida

Bonnie J. Padulsky
Print, type of stamp Commissioned
Name of Notary Public

Personally known ✓ or produced Identification
Type of Identification Produced _____

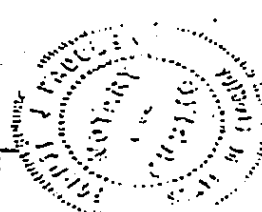
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES NOV. 13, 1997
RECEIVED FROM GENERAL REG. 1995

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in these Articles of
Incorporation, I hereby accept to act in this capacity, and agree
to comply with the provisions in Chapter 48.091, Florida Statutes,
relative to keeping open said office.

Bert
BERT FREINSTEIN
REGISTERED AGENT
Florida Bar No. 953120



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CLERK OF DISTRICT COURT
DADE COUNTY, FLORIDA