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Accountants & Auditors
1784 West Flagler St., Ste. 6 & 8
Miami, Florida 33135. Tel 849-7550

95 JUL 24 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 14 1995

Secretary of State
Corporation Filing Office,
Tallahassee, Florida

Dear Sirs:

Please find enclosed the following documents in order to file
the Articles of Incorporation of NEW CITY ICE, CORP.

- 1.- Articles of Incorporation of NEW CITY ICE, CORP.
- 2.- Check in the amount of \$122.50 order of Secretary of State covering filing fees, and certified copy.
- 3.- Certified copy.

yours very truly,

Lorenzo Travieso

7/15/95
TD

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ARTICLES OF INCORPORATION
OF
NEW CITY ICE, CORP.

RECORDED
JUL 24 1933

The undersigned, in order to form a corporation for the purposes hereinafter stated by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these articles of Incorporation :

1. NAME:

The name of this Corporation is:
NEW CITY ICE, CORP.

2. DURATION:

This corporation shall have a perpetual existence.

3. PURPOSE :

This corporation is organized for the following purposes:

- a) Engage and operate a business of
specially sell and distribute ice, ice cubes, dry ice and similar
items.
- b) To distribute and sell all kind of merchandise and
wares
- c) To purchase, sell, lease, operate, own, hold,
transfer, convey, mortgage, or otherwise encumber, trade, exchange
and generally deal in real estate and personal property of every
kind, nature and description whatsoever located, both tangible
and intangible and including choses in action, either as owner,
broker, agent or factor.
- d) In the purchase or acquisition of property, business
rights or in or about its business affairs and without limit as
to amount; to incur debts and to raise, borrow and secure the pay-
ment of money in any lawful manner, including the issue and sale
or other entity.
- e) To engage in any or all lawful activity and to ins-
titute, participate in and promote commercial, mercantile, finan-
cial and industrial enterprises and operations, and for the purp-

ose of transacting any or all lawful business, both within or without the territory of the United States of America.

4. POWER.

a) This corporation shall have all the corporate - power ennumerated in the Florida General Corporation Act.

5. CAPITAL STOCK:

This corporation is authorized to issue 500 shares common stock, which shall be designated "Common Shares", at a par value of \$1.00 (ONE DOLLAR) per share.

6. PREEMTIVE RIGHTS:

Every shareholder, upon the sale of cash of any new stock of this corporation shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of transactional shares) at the price at which it is offered to others.

7. INITIAL REGISTERED OFFICE AND AGENT:

The principal place of business and registered address of this corporation is 1335 North West 21st. Terrace, Bay #2, Miami, Florida, 33142,

and the name of the initial registered agent of this corporation at that address is: HERMAN BENITEZ

who accepts it.

8. INITIAL BOARD OF DIRECTORS:

This corporation shall have two directors initially.

The number of directors may be either increased or diminished from time to time by the By-Laws.

The names and addresses of the initial director of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify:

NAME	ADDRESS:	TITLES:
HERMAN BENITEZ	520 N.W. 31st.Ave.Miami,Fl.33125.	PRESIDENT
HILDA BENITEZ	520 N.W. 31st.Ave.Miami,Fl.33125	SECRETARY- TREASURER.

9. INCORPORATORS

these articles, The name and address of the person signing

NAME

ADDRESS

HERMAN BENITEZ. 520 N.W. 31st Ave. Miami, Florida, 33125.

HILDA BENITEZ 520 N.W. 31st Ave. Miami, Florida, 33125.

10. AMMENDMENTS:

This corporation reserves the right to ammend or repeal any provisions contained in these articles of incorporation or any ammendment thereto, and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 13th July 1995.

Hilda Benitez

Herman Benitez

STATE OF FLORIDA

COUNTY OF DADE

ss

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Mr HERMAN BENITEZ and MRS. HILDA BENITEZ,

known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto set my hands and affixed my official seal in the State and County aforesaid, this Thirteenth of July, AD 1995.

My commission expires:
March 22nd. 1999.

[Signature]
Notary Public
State of Florida, At Large

OFFICIAL NOTARY SEAL
LORENZO TRAVIESO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. C-45290
MY COMMISSION EXPI. MAR 22, 1999



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:
THAT NEW CITY ICE, CORP.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED MR. HERMAN BENITEZ, 1335 N.W. 21 Terrace, Bay Num.2, MIAMI, FLORIDA, 33142, LOCATED AT AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Hilda Benitez

Herman Benitez

Date; July 13, 1995

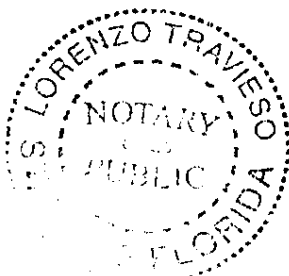
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Date: July 13, 1995

Herman Benitez

SWORN AND SUBSCRIBED before me this thirteenth of July AD 1995.

My commission expires:
March 22nd, 1999.



[Signature]
Notary Public
State of Florida, At Large.

