

P95000070688

Calvo Distribution Corp  
C/O Irene Trullenque  
A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141

September 8, 1995

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

In Re: Mailing Address

To Whom It May Concern,

900001581809  
-09/11/95--01079--012  
\*\*\*122.50 \*\*\*122.50

Please be advised that all correspondence regarding  
Elmar Air Corp is to be mailed to the following address:

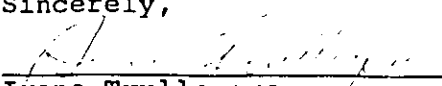
Calvo Distribution Corp  
C/O A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141

Thank your time and cooperation and I look forward  
your immediate response to this request. should you have  
questions please do not hesitate to contact me at the above  
styled address or call (305) 868-5365 between the hours of  
9:00 am to 5:00 pm.

FILED  
95 SEP 11 PM 4:34  
STATE  
TALLAHASSEE, FLORIDA

Dmc  
9/13/95

Sincerely,

  
Irene Trullenque  
A & T Accounting and Taxes

ARTICLES OF INCORPORATION  
OF  
Calvo Distribution Corp

FILED  
95 SEP 11 PM 4:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE  
NAME

The name of the corporation is:

Calvo Distribution Corp

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws

of the United States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

- 1.) To engage in the business of wholesale and retail sales goods of any kind;
- 2.) To engage in the business of importing and Exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;
- 3.) To engage in the business of selling goods of any kind from carts whether mechanically driven or manually mobile, from locations which may vary from time to time due to the mobile nature of effecting goods sales from the aforesaid goods carts;
- 4.) To engage in the business of creating goods sale routes and effecting sales and/or purchases of said routes together with any and all ancillary equipment and supplies including but not limited to carts, whether mechanical or manual, supplies and other equipment;
- 5.) To engage in any business of enterprise arising from or in connection with the sale of goods of any nature and kind;
- 6.) And engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

- 7.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate, deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;
- 8.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may Lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

ARTICLE FOUR  
CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE  
REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

Marisa Graciela Calvo  
7441 Wayne Avenue, Suite #9I  
Miami Beach, Florida 33141

The corporate address and/or corporate headquarters shall be located at:

7441 Wayne Avenue, Suite #9I  
Miami Beach, Florida 33141

ARTICLE SIX  
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

Marisa Graciela Calvo  
7441 Wayne Avenue, Suite #9I  
Miami Beach, Florida 33141

ARTICLE SEVEN  
INCORPORATORS

The initial incorporator is:

Marisa Graciela Calvo  
7441 Wayne Avenue, Suite #9I  
Miami Beach, Florida 33141

ARTICLE EIGHT  
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE  
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 8 day of Sept, nineteen hundred and ninety-five (1995).

Marisa Graciela Calvo (President)

STATE OF FLORIDA     )  
                              )  
                              )     S.S.  
COUNTY OF DADE     )  
                              )

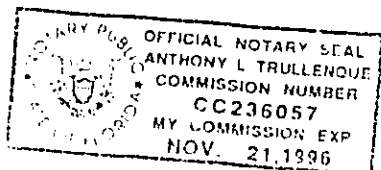
BEFORE ME, a Notary Public authorized to take  
acknowledgments in the State of Florida, County of Dade,  
and City of Miami Beach, personally appeared :


Marisa Graciela Calvo (President)

and known to me and known by me to be the persons who  
executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 8 day of Sept, nineteen hundred and ninety-five  
(1995).

My commission expires:



  
\_\_\_\_\_  
Notary Public, State of  
Florida

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE FLORIDA STATUTES, the following is submitted  
in compliance with said Statutes:

FIRST--That Calvo Distribution Corp  
is qualified to do business under the laws of the State of  
Florida with its principal office at 7441 Wayne Avenue, Suite  
#9I, County of Dade, State of FLORIDA, and has  
appointed Marisa Graciela Calvo located at 7441 Wayne  
Avenue, Suite #9I, City of Miami, County of Dade, State of  
Florida, as its agent to accept Service of Process within  
this State.

ACKNOWLEDGMENT *(must be signed by Designated Agent)*

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  
further agree to comply with the provision of said Statutes  
relative to keeping open said office.

BY: Marisa Graciela Calvo  
REGISTERED AGENT