

P96000014052  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: M AND S DISTRIBUTORS INC  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: ALLASANDRA CHUNG 000001712770  
Name (printed or typed) -02/13/96--01002--001

212 NW 152ND LANE  
Address \*\*\*\*\*131.25 \*\*\*\*\*131.25

PEMBROKE PINES, FL 33028  
City, State & Zip

954-704-0616  
Daytime Telephone number

3M FEB 14 1996

TALLAHASSEE, FLORIDA

96 FEB 12 PM 4:12

FILED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**

**FILED**

96 FEB 12 PM 4:12

TALLAHASSEE, FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

**ARTICLE I NAME**

The name of the corporation shall be: M AND S DISTRIBUTORS INC

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

212 NW 152ND LANE  
PEMBROKE PINES, FLORIDA 33028

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1500 common shares at no par value.

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

MAKIE CHUNG  
212 NW 152ND LANE  
PEMBROKE PINES, FL 33028

**ARTICLE V INCORPORATOR(S)**

**See instructions for officers/directors**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

ALLASANDRA CHUNG  
212 NW 152 ND LANE  
PEMBROKE PINES, FL 33028

MARIE CHUNG  
212 NW 152 ND LANE  
PEMBROKE PINES, FL 33028

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

6 day of February, 19 96.

Allasandra Chung  
Signature

Marie Chung  
Signature

\_\_\_\_\_  
Signature

**NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

## **ARTICLE VI**

The names and addresses of the initial directors are:

Allasandra Chung  
212 NW 152nd Lane  
Pembroke Pines, Florida 33028

Marie Chung  
212 NW 152nd Lane  
Pembroke Pines, Florida 33028

## **ARTICLE VII**

### **Corporate Purpose**

The purpose of the corporation is to engage in the trading and distribution of consumer products.

To aid in any manner any person, firm, association, corporation or syndicate of which any shares, bonds, debentures, notes, mortgages or other obligations, or any certificates, receipts, warrants of other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve, and enhance the value of any such property of this corporation.

To own or lease real estate to manufacture and sell merchandise to buy and sell shares in other corporations, to acquire patents, copyrights, and trade marks, to conduct business in other states.

## **ARTICLE VIII**

### **Issued Stock**

All of the corporation's issued stock shall be held of record by not more than thirty (30) persons.

## **ARTICLE IX**

### **Transfer of Stock**

Each stock holder shall offer to the Corporation or to other stockholders of the Corporation a thirty day "first refusal" option to purchase his stock should he elect to sell his/her stock.

## **ARTICLE X**

### **Management**

The activities and affairs of the Corporation shall be managed by a Board of Directors. The number of Directors which shall constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than one.

## **ARTICLE XI**

### **Stock**

The amount of total authorized capital stock is 1500 shares of common stock with no par value.

## **ARTICLE XII**

### **Liability**

The personal liability of the shareholders shall be limited to the value of stock initially invested by the shareholders.

## **ARTICLE XIII**

### **Amendments**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: M AND S DISTRIBUTORS INC.

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

MARIE CHUNG  
(NAME)

212 NW 152ND LANE  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

PENBROKE PINES, FL 33028  
(CITY/STATE/ZIP)

TALLAHASSEE, FLORIDA

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*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.*

Marie Chung  
(SIGNATURE)

2/6/96  
(DATE)