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CR2E031(10/92)



# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 8, 1996

ACCURATE FILING & SEARCH 904/671-1741
TALLAHASSEE, FL DISTRIBUTES

SUBJECT: EVEREST ENTERPRISES, INC.

Ref. Number: W96000002923

Call where Ready.

We have received your document for EVEREST ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer Document Specialist

Letter Number: 096A00005572

#### ARTICLES OF INCORPORATION

OF

EVEREST DISTRIBUTORS, INC.,

FILED

96 FEB -8 PH 2: 21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I: NAME

The name of the corporation shall be:

EVEREST DISTRIBUTORS, INC.

#### ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any or all legal activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

#### ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

#### ARTICLE IV: ADDRESS

The street address of the registered office of the corporation shall be 1127 Fairlake Trace, #2106, Sunrise, Florida 33326, and the name of the initial registered agent of the corporation at that address is Harpreet K. Chowdhury. The principal address of the corporation is 1127 Fairlake Trace, #2106, Sunrise, Florida 33326.

EVEREST ENTERPRISES, INC. Page -2-

#### ARTICLE V: SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as an S corporation.

#### ARTICLE VI: INCORPORATORS

This corporation shall have one (1) initial Incorporator. The name and address of the Incorporator to these Articles of Incorporation is:

Harpreet K. Chowdhury 1127 Fairlake Trace, #2106 Sunrise, Florida 33326

### ARTICLE VII: DIRECTORS

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws of the Corporation.

The undersigned has executed these Articles of Incorporation on February 7, 1996.

HAMPLER CROWDHURY

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

FILED 96 FEB -8 PH 2: 21 SECRETARY

Pursuant to the provisions of section 607.0501, Fiorian 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:

#### EVEREST DISTRIBUTORS, INC.

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

Harpreet K. Chowdhury 1127 Fairlake Trace, #2106 Sunrise, Florida 33326

Signature: HAKPREET K. CHOWDHUNT.

Title: Inc

Incorporator

February 7, 1996:

02/07/96

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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: HAKPREBK. CNOWNUNG.

February 7, 1996:

02/07/91