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NonProfit	Resignation of R.A., Office	er/Director			
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Annual Report Fictitious Name Name Reservation	Foreign Limited Partnership Reinstatement		FILED 96 FEB 15 PI 2: 32 SECRETARY OF STATE TALLAINSSEE, FLORIDA		
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# ARTICLES OF INCORPORATION

# SOUTH FLORIDA DISTRIBUTORS INC

We, the undersigned subscribers to these articles of Incorporation, each a natural person competent to contract, hereby associate together to form a Corporation under the Laws of the State of Florida.

# ARTICLE I NAME OF CORPORATION

The name of the Corporation shall be: SOUTH FLORIDA DISTRIBUTORS INC.

#### ARTICLE II NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be the Retail Sale of General Merchandise, any other activities of business permitted under the Laws of the United states of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage pledge,sell, assign,transfer,or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, cancel, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or nay other state of government, and while owner of such stock, to excercise all rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$1.00 par value per share.

#### ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than five hundred Dollars (\$500.00)

#### ARTICLE V TERM OF EXISTENCE

The corporation is to exist perpetually.

### ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is 13112 S.W 128TH STREET MIAMI FLA 33186 The Board of Director may from time-to-time, move the principal office to any other address in the State of Florida.

#### ARTICLE VII DIRECTORS

This corporation sahll have not less than two directors initially. The number of directors may be increased or diminished from time-totime by the by-laws adopted by the stockholders.

# Page - 2

# ARTICLE VIII BOARD OF DIRECTORS

the name a Director a		address of t	he members of the first Board of		
NAME		TITLE	ADDRESS		
GUILLERMO HEREDIA PRESIDENT		13112 S.W.128TH STREET			
			MIAMI, FL. 33186		

#### ARTICLE IX SUBSCRIBERS

NAME	ADDRESS	SHARES	CONSIDERATION
GUILLERMO HEREDIA	13112 S.W. 128TH MIAMI FL 33186	STREET 1000	\$ 1000.00

# ARTICLE X REGISTGERED AGENT

The address of the Registered Office of this corporation shall be: 13112 S.W. 128TH ST MIAMI FLA, 33186 and the Registered agent shall be: GUILLERMO HEREDIA

Pursuant to Florida Statues Section 607.164, having been named to accept process for the above State Corporation, at the place design in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By GUILLERMO HEREDIA

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# ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless all the directors and the stockholders sign a written statment manifesting their intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements personally appeared:

WITNESS my hand and official seal in the County and State named above this  $5^{-1}$  day of <u>uarbary</u> 1996

GUILLERMO HEREDIA

OFFICIAL NOTARY SEAL ANA ORIZONDO NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC273484 STYCOMMISSION EXT. NPIPAL 1997  $\mathcal{T}$ 

Notary Public, State at Large My Commission Expires. 4/1/97

6000153578 change the Please ADDress de OUR Corporation South floeida Dist. Inc. to: 1775 NW 97th Ave MIAMI, Fla 33172 Thank you Hereda 518 1775 Northwest 97th Avenue • Miami, Florida 33172 • Phone (305) 717-3188 • Fax: (305) 717-3488