CAPITAL CONNECTION, INC.	20039576 ₅₂₅₀₄
417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302	RE: [4 M Distributions // C
TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222	96 Hay - 0 Killing-
	Capital Express TALLAHASSI E. F. ONIOA
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WALK-IN WIII Pick Up	Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum. THANK YOU from Your Capital Connection

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

FILED

ARTICLES OF INCORPORATION

- OF -

96 MAY -8 AM II H 6
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L & M DISTRIBUTIONS, INC.

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of this corporation is L & M DISTRIBUTIONS, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for any legal purpose.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock without nominal or par value which shall be designated "Common Shares." The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 150 Second Avenue, Suite 500, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is Nanci S. Landy, Esq. The principal office and mailing address of the Corporation is 150 SE Second Avenue, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Name_

Address.

Jose Medina

4569 129th Avenue North

Royal Palm Beach, Florida 33411

Nanci Landy

290 174th Street

Miami Beach, Florida 33160

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

Name_

Address

Nanci Landy

290 174th Street

Miami Beach, Florida 33160

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the General Corporation Act.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this had any of May, 1996.

Nane Landy

State of Florida)

) SS:

County of Dade)

BEFORE ME, the undersigned authority, personally appeared Nanci Landy, to me well known, and know to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official scal this $7^{1/4}$ day of May, 1996.

NOTARY PUBLIC. State of Florida at Large

My Commission Expires: Nov 1,1996

OFFICIAL NOTARY SEAL
MARYVEL DE CASTRO
NOTARY PUELIC STATE OF FLORIDA
COMMISSION NO. CC237172
LEY COMMISSION EXIL NOV. L1995

FILED

DESIGNATION OF RESIDENT AGENT

95 KAY - 8 - ARTI: 46

Certificate Designating Place of Business or Domicile for the Service of Process within this State, Naming Agent Upon Whom Process May be Served.

TALLAHASSEE, FLORIDA

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT,, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named NANCI S. LANDY, ESQ., as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Resident Agent to accept Service of Process; to keep office open during the prescribed hours and to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in office as required by law.

ANGI S. LANDY, ESQ. Resident Agent

State of Florida)

) SS:

County of Dade)

BEFORE ME, the undersigned authority, personally appeared NANCI S. LANDY, ESQ., to me well known, and know to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official scal this 2th day of May, 1996.

NOTARY PUBLIC, State of Florida at Large

My Commission Expires: Novi 1996

OFFICIAL ROTARY SEAL MARYVEL DE CASTRO NOTARY PUELIC STATE OF FLORIDA COMMESSION NO. CC235332 MY COMMESSION FXP. NOV. 1,1996