



1201 HAYS STREET
TALLAHASSEE, FL 32301-3407
800-345-0100

06-14-0086

TRANSACTIONAL FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 010930 81268A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 5, 1996

ORDER TIME : 10:53 AM

ORDER NO. : 010930

CUSTOMER NO. : 81268A

CUSTOMER: Howard Poznanski, Esq
HOWARD POZNANSKI, ESQ

Suite 202
8100 North University Drive
Tamarac, FL 33321

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-07/05/96-01047--023
*****122.50 *****122.50

DOMESTIC FILING

NAME: GEMINI IMPORT & DISTRIBUTORS,
INC.

EFFECTIVE DATE: _____

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: CJS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -5 PM 12:58

RECEIVED
DIVISION OF CORPORATIONS
JULY 15 1996

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

GEMINI IMPORT & DISTRIBUTORS, INC.

96 JUL -5 PM/2:50

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

The name of the corporation is:

GEMINI IMPORT & DISTRIBUTORS, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, having no par value.

ARTICLE IV

The amount of capital with which this corporation will be organized is One Hundred Dollars (\$100.00).

ARTICLE V

The initial post office address of the principal office of this corporation, in the State of Florida is:

7500 West Commercial Boulevard
Fort Lauderdale, Florida 33319

ARTICLE VI

The Initial Registered Resident Agent for the Corporation
is:

HOWARD POZNANSKI, ESQUIRE
8100 North University Drive
Suite 202
Tamarac, Florida 33321

ARTICLE VII

The stockholders may from time to time move the principal office of this corporation to any other address in Florida.

ARTICLE VIII

This corporation shall have at least One (1) Director initially, but the number of Directors may be increased from time to time, by By-Laws adopted by the stockholders but shall never be less than One (1).

ARTICLE IX

The name and post office address of the First Board of Directors and Officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Joseph Hant	7500 West Commercial Boulevard Fort Lauderdale, FL. 33319	President Director Secretary Treasurer

ARTICLE X

These Articles of Incorporation may be amended in manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting, by a majority of the stock entitled to vote thereon.

Joseph Hant
JOSEPH HANT

STATE OF FLORIDA

COUNTY OF BROWARD

BH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared, JOSEPH HANT, who has produced his Florida driver's license as identification, number HS30-480-47-00,0, to me known to be the person described herein, as subscriber, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above, this 1st day of July, 1996.

[Handwritten signatures]
Notary Public
State of Florida

My Commission Expires:



CERTIFICATE OF RESIDENT AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -5 PM 12:58

IN PURSUANCE OF CHAPTER 40.091, FLORIDA STATUTED, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

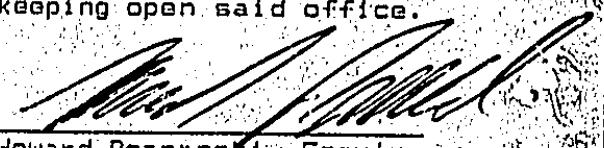
FIRST: That GEMINI IMPORT & DISTRIBUTOR, INC.
desiring to organize under the laws of the State of Florida,
with its principal place of business as indicated in the Articles
of Incorporation, in the County of Broward, State of Florida, has
named:

HOWARD POZNANSKI, ESQUIRE
8100 North University Drive
Suite 202
Tamarac, Florida 33321

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been made to accept service of process for the above
stated Corporation, at place designated, in this Certificate, I
hereby accept to act in this capacity and agree to comply with
the provisions of said Act, relative to keeping open said office.


Howard Poznanski, Esquire