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TRANSMITTAL LETTER

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

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-07/10/96--01000--011  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: BUYERS DIRECT 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  
Additional Copy Required

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: KAREN E. BSC  
Name (printed or typed)

6821 SW 83 AVE  
Address

MIAMI FL 33143  
City, State & Zip

305 - 596 - 7138  
Daytime Telephone number

FILED  
96 JUL -9 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL JUL 11 1996

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

ARTICLES OF INCORPORATION  
FOR  
BUYERS DIRECT DISTRIBUTORS, INC.

FILED  
96 JUL -9 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be:

BUYERS DIRECT DISTRIBUTORS, INC.

ARTICLE II

CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

The principal office of business of said corporation shall be located at 6821 SW 83rd Place, Miami, FL 33143, with the privilege of having branch offices at other places within or without the State of Florida, or within or without the United States of America.

ARTICLE IV  
CAPITAL STOCK

The maximum number of shares that the corporation is authorized to have outstanding at any one time is Seven Hundred Thousand (7500) shares of common stock, all of which shall have a par value of one dollar (\$1.00).

ARTICLE V  
REGISTERED AGENT

The name and mailing address of the Registered Agent shall be: Karen E. Bell, 6821 SW 83rd Place, Miami, FL 33143

ARTICLE VI  
DIRECTORS

The name and mailing address of the member of the first Board of Directors of this corporation, who shall hold office for the first year or until his or her successor is chosen, is:

DIRECTOR

Karen E. Bell

MAILING ADDRESS

6821 SW 83rd Place  
Miami, FL 33143

ARTICLE VI  
INCORPORATORS

The names and mailing addresses of each incorporator are as follows:

NAMES

ADDRESSES

Karen E. Bell

6821 SW 83rd Place  
Miami, FL 33143

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles  
of Incorporation this, the 8th day of July, 1996.

  
\_\_\_\_\_  
Karen E. Bell

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT

FILED  
96 JUL -9 PM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

BUYERS DIRECT DISTRIBUTORS, INC.


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

KAREN E. BELL  
6821 SW 83RD PLACE  
MIAMI, FLORIDA 33143

*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.*

ACCEPTANCE OF REGISTERED AGENT:

  
Karen E. Bell

  
Date