



THE COMPANY CORPORATION

111 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0140 • Fax: (302) 575-1346

June 17, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001878325
-06/27/96--01074--0016
*****70.00 *****70.00

RE: C.B.D. Limited, INC.
P3318020C.MUN

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for C.B.D. Limited

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

Dawn Showell
Corporate Service Representative

FILED
96 JUL 22 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

enc.

6-27 KR
D-13876

7-23-96
KR



THE COMPANY CORPORATION

1127 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

July 15, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: C.B.D. Limited, Inc.
P3318020C.MUN

Dear Sir or Madam:

Enclosed please find Certificate of Incorporation with corrections as requested for C.B.D. Limited, Inc. A copy of your recent correspondence is enclosed for reference.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Kimberly Andras
Director Corporate Filings

enc.

FILED
95 JUL 22 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 1, 1996

DAWN SHOWELL
THE COMPANY CORPORATION
1313 N. MARKET STREET
WILMINGTON, DE 19801-1151

SUBJECT: C.B.D. LIMITED
Ref. Number: W96000013816

We have received your document for C.B.D. LIMITED 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 use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please complete Article(s) 3, there are two cities listed.

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) 487-6052.

Kimberly Rolfe
Document Specialist

Letter Number: 296A00032328

ARTICLES OF INCORPORATION
OF
C.B.D. Limited, Inc.

FILED
95 JUL 22 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be C.B.D. Limited, Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 20185 East Country Club Dr., Apt 906; Aventura, FL 33180

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 share at no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Clifford Muney 20185 East Country Club Dr., Apt. 906; Aventura,
33180

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is a Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Dawn M. Showell c/o The Company Corporation
1313 N. Market Street, Suite 3410; Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 17th day of June, 1996.

Dawn M. Showell

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 17th day of June, 1996 by Dawn M. Showell

SUSAN A. GRIFFIN
NOTARY PUBLIC-DELAWARE
Appointed October 6, 1994
Term 2 Years

Susan A. Griffin
Notary Public

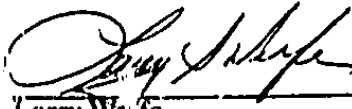
This document was prepared by Dawn M. Showell, 1313 N. Market Street, Suite 3410; Wilmington DE 19801 (302) 575-0440

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this C.B.D. Limited, Inc. desiring to
organize under the laws of the state of Florida with its principal place of business located in
the city of Aventura, , State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at
the place designated in this Certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Larry Wolfe

June 17, 1996
Date

FILED
96 JUL 22 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA