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7/31/96
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL, INC.
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305) 672-0686
FAX: (305) 672-9110
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BOUNTY INTERNATIONAL DISTRIBUTORS, INC.
FAX AUDIT NUMBER: H96000010568
DATE REQUESTED: 07/31/1996
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DIVISION OF CORPORATIONS

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**Articles of Incorporation
of
Bounty International Distributors, Inc.**

Article I. Name

The name of this Florida corporation is:
Bounty International Distributors, Inc.

Article II. Address

The mailing address of the Corporation is:
Bounty International Distributors, Inc.
1535 SE 17th Street, Suite 201
Fort Lauderdale FL 33316

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Jennifer Mae Hoberman
Jennifer Mae Hoberman, Esq.
3530 Mystic Pointe Drive, Suite 2211
Miami FL 33180

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Jennifer Mae Hoberman FL Bar Member 857459
Jennifer Mae Hoberman, Esq.
3530 Mystic Pointe Drive, Suite 2211
Miami FL 33180
305-935-0360 • Fax 305-935-0411

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Ian R. Pinniger
Paul A. Le Marquand

Article VI. Incorporator

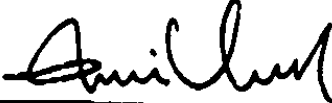
The name and address of the incorporator is:

Jennifer Mae Hoberman
Jennifer Mae Hoberman, Esq.
3530 Mystic Points Drive, Suite 2211
Miami FL 33180

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective July 31, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on July 31, 1996



JENNIFER MAE HOBERMAN
by L.A. Uriarte as attorney-in-fact

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Jennifer Mae Hoberman FL Bar Member 857459
Jennifer Mae Hoberman, Esq.
3530 Mystic Points Drive, Suite 2211
Miami FL 33180
305-935-0360 • Fax 305-935-0411

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:

Bounty International Distributors, Inc.

REGISTERED AGENT:

**Jennifer Mae Hoberman
Jennifer Mae Hoberman, Esq.
3530 Mystic Pointe Drive, Suite 2211
Miami FL 33180**

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U.S. DEPARTMENT OF JUSTICE

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JENNIFER MAE HOBERMAN
by L.A. Uriarte as attorney-in-fact

Date: 7/31/96

**Jennifer Mae Hoberman FL Bar Member 857459
Jennifer Mae Hoberman, Esq.
3530 Mystic Pointe Drive, Suite 2211
Miami FL 33190
305-835-0360 • Fax 305-835-0411**

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