W86562 TRANSMITTAL LETTER

DEPARTMENT OF STATE DIVISION OF COPORATION P O BOX 6327 TALLAHASSEE FL. 32314

SUBJECT: ALL & ALL DIST, INC PROPOSED CORPORATE NAME

> 4 DOCO 1 98 04 1 4 --- 1 -10/18/96--01089--012 ******70.00 *****70.00

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION, A DESIGNATION OF REGISTERED AGENT, AND A CHECK FOR \$70.00. PLEASE RETURN ONE COPY OF THE ARTICLE STAMPED WITH THE FILING DATE.

FROM: BRUCE GAYZAGIAN 4201 S E HWY 42 SUMMERFIELD, FL 34491

352-307-8554

ARTICLES OF INCORPORATION OF ALL & ALL DIST., INC.



THE UNDESIGNED INCORPORATORS, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT. HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION

ARTICLE 1: NAME

THE NAME OF THE COPORATION SHALL BE ALL & ALL DIST INC

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE 4201 S E HWY 42, SUMMERFIELD, FLORIDA 34491

ARTICLE 3: SHARES

ALL STOCK ISSUED BY THIS CORPORATION SHALL BE COMMON VOTING STOCK OF A SINGLE CLASS. THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS 500

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

THE NAME OF THE INITIAL REGISTERED AGENT IS BRUCE M. GAYZAGIAN, WHOSE REGISTERED OFFICE IS LOCATED AT THE PLACE OF BUSINESS STATED IN ARTICLE 2 ABOVE

ARTICLE 5: INCORPORATORS

THE NAMES AND STREET ADDRESSES OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION ARE BRUCE M. GAYZAGIAN, 4201 S E HWY 42, SUMMERFIELD, FL 34491.

THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 15TH DAY OF OCTOBER, 1996.

ARTICLES OF INCORPORATION

FILING FEE

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO FLORIDA LAW. THE UNDERSIGNED COPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT. IN THE STATE OF FLORIDA.

1 THE NAME OF THE COPORATION/PROFESSIONAL ASSOCIATION IS ALL & ALL DIST., INC.

2 THE NAME AND ADDRESS OF THE REGISTERD AGENT AND OFFICE IS

BRUCE M. GAYZAGIAN 4201 S E HWY 42 SUMMERFIELD FL 14491

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

SIGNATURE OF REGISTERED AGENT

DATE

DESIGNATION OF REGISTERED AGENT FILING FEE