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TO: DIVISION OF CORPORATIONS
(904) 922-4001

FAX #:

FROM: FERNANDO JIMENO
074553003252

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NAME: SONIC DELIVERY SERVICES & ASSOCIATES, INC.

AUDIT NUMBER.....H96000017063

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES..... 4

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION**
OF**SONIC DELIVERY SERVICES & ASSOCIATES, INC.**

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is:

SONIC DELIVERY SERVICES & ASSOCIATES, INC.

Its principal office and mailing address shall be located at

6911 N. W. 87th Avenue

Miami, Florida 33178

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500) of ONE dollar (\$1.00) par value Common Stock, which shall be designated "COMMON SHARES"

Document prepared by: Fernando Jimeno 19754 NW 61 Ave Miami, Fl. 33015 (305) 621-4842

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

MILENA PENA
6911 N.W. 87th Avenue
Miami, Florida 33178

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

JORGE A. ALPIZAR
6911 N.W. 87th Avenue
Miami, Florida 33178

President

KENNETH J. PENA
6911 N.W. 87th Avenue
Miami, Florida 33178

Vice-President

MILENA PENA
6911 N.W. 87th Avenue
Miami, Florida 33178

Secretary

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

MILENA PENA
6911 N.W. 87th Avenue
Miami, Florida 33178

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IN WITNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 4th day of December, 1996

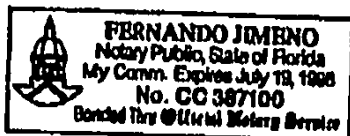


MILENA PENA, incorporator

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MILENA PENA known to me and known to be the person(s) who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid this 4th day of December, 1996



NOTARY PUBLIC, STATE OF FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
SONIC DELIVERY SERVICES & ASSOCIATES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

6911 N.W. 87th Avenue
Miami, Florida 33178

has name

MILENA PENA

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



MILENA PENA
Registered Agent

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