900 B	Seamans estor's Name College Ave. Address See FL 32301	900021550794 -04/25/97-01055-008 ****122.50 Office Use Only
1. Bay-Col Tryes+Mett Corp. (Corporation Name)		
2(Corpor	ation Name) (Doc ation Name) (Doc	ument #) FILED FILED FILED FILED FILED FILED FILED FILED
Walk in	Pick up time Will wait Photocopy	Certified Copy Certificate of Status
Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name	AMENDMENTS Amendment Resignation of R.A., Officer/Direct Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION Foreign Limited Partnership	97/22 25 fine 29
Name Reservation	Reinstatement Trademark Other	~9666 κ.π. APR 2 5 1997

Examiner's Initials

CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

The date

April 25, 1997

ECKER/SEAMANS 200 W COLLEGE AVE TALLAHASSEE, FL 32301

SUBJECT: BAY-COL INVESTMENT CORP.

Ref. Number: W97000009666

We have received your document for BAY-COL INVESTMENT CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and capacity of the person signing as incorporator on behalf of ECKERT SEAMANS CHERIN & MELLOTT, LC must be stated beneath the signature.

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) 487-6932.

Letter Number: 997A00021544

Kimberly Rolfe Document Specialist

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

BAY-COL INVESTMENT CORP.

97 APR 25 PH 3: 50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

BAY-COL INVESTMENT CORP.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the corporation shall have authority to issue shall be 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

ECKERT SEAMANS CHERIN & MELLOTT, LC Hospitality Square, Third Floor 200 West College Avenue Tallahassee, Florida 32301

ARTICLE VI

This corporation shall have one director initially. The name and address of the initial directors of the corporation, who shall hold office until his successor(s) is/are elected and qualified or until his earlier resignation or removal from office is:

MIKE NUNEZ c/o ABC DISTRIBUTING, INC. 14445 N.E. 20th Lane North Miami, Florida 33181

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

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

ECKERT SEAMANS CHERIN & MELLOTT, LC
Hospitality Square, Third Floor
200 West College Avenue
Tallahassee, Florida 32301

ARTICLE VIII

The mailing address of the corporation is:

c/o ABC DISTRIBUTING, INC. 14445 N.E. 20th Lane North Miami, Florida 33181

Executed at Tallahassee, Florida, this 25 day of April, 1997.

ECKERT SEAMANS CHERIN & MELLOTT, LC

Incorporator Office Manager

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BAY-COL INVESTMENT CORP., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 25 day of April, 1997.

ECKERT SEAMANS CHERIN & MELLOTT, LC

By: Office Manager

Print Name: Ross A. Mayoy

FILED
97 APR 25 PM 3: 50
SECRETARY OF STATE
AND ANASSEE FI ORIDA