

P97000038129

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: W & W Distributors Corp.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FILED
97 APR 29 PM 1:30
CORPORATE
DIVISION
FLORIDA
TALLAHASSEE

FROM: Luis Medina
Name (printed or typed)

275 Fontainebleau Blvd #160
Address

Miami, Florida 33172
City, State & Zip

(305) 221-1200
Daytime Telephone number

APR 29 1:35:13 BSB

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-04/29/97--01011--001
*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
W & W DISTRIBUTORS CORP.

FILED
97 APR 28 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to the Articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is W & W DISTRIBUTORS CORP.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any and all lawful activities permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of Common Stock at no par value.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - ADDRESS

The initial address for the corporation is 9286 NW 120 Terrace; Hialeah Gardens, Florida 33018.

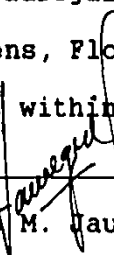
ARTICLE VI - DIRECTORS

The corporation shall have one (1) Director initially. The number of Directors may be increased or decreased as prescribed by the By-Laws adopted by the Stockholders.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING PERSON UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607.034 of Florida Statutes, the following is submitted in compliance with said Act:

W & W DISTRIBUTORS CORP. desiring to organize under the laws of the State of Florida, has named Gilberto M. Jauregui, whose address is 9286 NW 120 Terrace; Hialeah Gardens, Florida, as Registered Agent to accept service of process within the State.



Gilberto M. Jauregui

APR 28 PM 1:30
STATE OF FLORIDA

ACKNOWLEDGEMENT:

Having been named as Registered Agent and to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment 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.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of April, 1997, at Miami, Dade County, Florida.



Gilberto M Jauregui
Registered Agent