

Zimmerman, Marconi
CERTIFIED
PUBLIC
ACCOUNTANTS
& Co., P.A.

P97000046519

May 9, 1997

Secretary of State
Tallahassee, Florida 32301

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-05/12/97--01156--001
****122.50 ****122.50

RE: Article of Incorporation
Lightning Corporation

Dear Sirs:

Enclosed is an original and one copy of the Articles of Incorporation of Lightning Corporation, for recording.

I am also enclosing a check in the amount of \$122.50 to cover costs.

Yours truly,

Maria F. Diaz
Maria F. Diaz

encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 1:10

0047-11515

Zimmerman, Marconi
CERTIFIED
PUBLIC
ACCOUNTANTS
& Co., P.A.

May 23, 1997

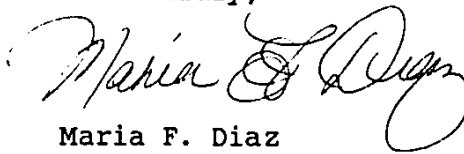
Secretary of State
Tallahassee, Florida 32301

Re: Articles of Incorporation
JMD Distributors, Inc. (re-submitting)

Enclosed is an original and one copy of the Articles of Incorporation of JMD Distributors, Inc., which I am re-submitting for recording. Also enclosed is a copy of the letter referencing the non-availability of the original name chosen.

You have my check in the amount of \$122.50 to cover costs.

Yours truly,



Maria F. Diaz

encl.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 16, 1997

MARIA F. DIAZ
ZIMMERMAN, MARCONI & CO., P.A.
13320 S.W. 128TH STREET
MIAMI, FL 33186

SUBJECT: LIGHTNING CORPORATION
Ref. Number: W97000011515

We have received your document for LIGHTNING CORPORATION 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 designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 397A00026547

ARTICLES OF INCORPORATION
OF
JMD DISTRIBUTORS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 1:11

The undersigned subscriber to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida, Florida Statutes 607.001 et. seq., and the corporation so formed shall be for profit.

ARTICLE I - NAME, OFFICE & MAILING ADDRESS

The name of the corporation shall be: JMD Distributors, Inc., located at 9227 S.W. 157th Path, Miami, Fla. 33196.

ARTICLE II - TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence at the time of filing these Articles.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business shall be to purchase and sell, at wholesale various merchandise within and without the United States of America; as well as any other business now or in the future lawful in the State of Florida or any other jurisdiction where the corporation transacts business.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or instruments to secure the payment of corporate indebtedness.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other jurisdictions, states and countries.

To purchase the assets of other corporations and to engage in the business of that corporation or other business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage pledge, or otherwise acquire or dispose of the shares of capital stock of, any bonds, securities, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to have outstanding at any one time five thousand (5,000) shares of stock having a par value of \$.01 (one cent) per share, all of the same class.

ARTICLE V - INITIAL REGISTERED OFFICE

The initial registered office of the corporation shall be:
c/o ZIMMERMAN, MARCONI & CO., 13320 SW 128th Street, Miami,
Florida, 33186.

ARTICLE VI - INITIAL REGISTERED AGENT

The initial registered agent upon whom service of process shall be made is: ROBERT M. MARCONI c/o ZIMMERMAN, MARCONI & CO., 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VII - INITIAL DIRECTORS

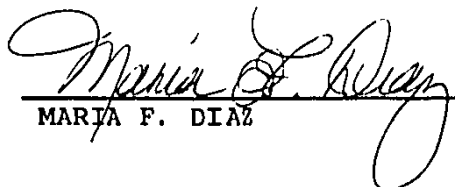
This corporation shall have two (2) initial directors. The number of directors may be increased from time to time by the bylaws adopted by the stockholders. The name and post office address of the first board of directors are: JORGE L. DIAZ, and MARIA F. DIAZ both located at 9227 S.W. 157th Path, Miami, Fla. 33196

ARTICLE VIII - INCORPORATORS

The name and post office address of the incorporator is: MARIA F. DIAZ c/o ZIMMERMAN, MARCONI & CO., 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.



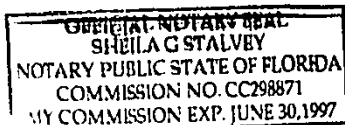
MARIA F. DIAZ

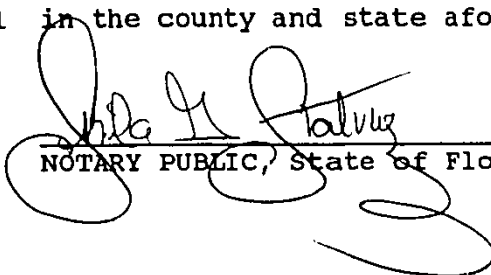
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 27 PM 1:11

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this date, before me, a notary public, duly authorized in the county and state aforesaid to take acknowledgments personally appeared MARIA F. DIAZ to me known to be the person described as the incorporator (subscriber) in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation.

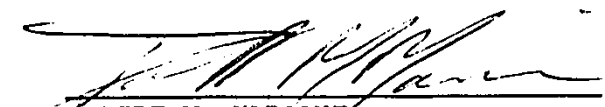
WITNESS my hand and seal in the county and state aforesaid this 9TH day of May, 1997.




NOTARY PUBLIC, State of Florida

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in that capacity and agree to comply with applicable law.


ROBERT M. MARCONE