

P47000056358

June 19, 1997

Certified Mail

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: ADI Corporation

500002223205--7
-06/25/97--01116--002
****122.50 ****122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 25 PM 12:48

Dear Sir/Madam:

I enclose the original Articles of Incorporation for the above-named corporation. A check made payable to the Florida Secretary of State for \$122.50 is also enclosed representing your filing fees. Please return the certified copy of the Articles of Incorporation in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions, please do not hesitate to contact me at (305) 377-0648, Extension 322.

Dulce M. Laportilla
2101 N.W. 28 Street
Miami, Florida 33142

Very truly yours,

Marta
Marta Cristobol
Legal Assistant

MC:mc
Enclosure

cc: Mrs. Dulce M. Laportilla (w/enc.)

9999/999/91094.1

6-26-97
RWS

**ARTICLES OF INCORPORATION OF
ADI CORPORATION**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is ADI Corporation, having its principal place of business at 2101 N.W. 28 Street, Miami, Florida 33142.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized is

1. To engage in Clothing Wear.
2. To engage in Food items.
3. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation be advantageously carried on in connection with or auxiliary to the foregoing business.
4. To do such other things as are incidental to the foregoing or are necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class, and shall be without par value.

**ARTICLE FIVE
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 2101 N.W. 28 Street, Miami, Florida 33142, and the name of its initial registered agent at such address is Dulce M. Laportilla

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**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name of each person who is to serve as a member of the board of directors is:

Dulce M. Laportilla
2101 N.W. 28 Street
Miami, Florida 33142

Ivan Martin
2101 N.W. 28 Street
Miami, Florida 33142

Executed by the undersigned on June 19th, 1997.



Marta Cristobol
17 Campina Court
Coral Gables, FL 33134

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 19th of June, 1997, by Marta Cristobol, who is personally known to me.



NOTARY PUBLIC, STATE OF FLORIDA AT
LARGE

Print Name: Yamile C. Paz

My Commission Expires:



HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED HEREIN, 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 STATUES 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.


Dulce M. Laportilla

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