

P97000059359

Gayle F. Brothers
3912 SW 58 Avenue
Hollywood FL 33023
(954) 981-0606

July 1, 1997

Department of State
Corporate Records/
Division of Corporations
PO Box 6327
Tallahassee FL 32314

400002231364--3
-07/07/97--01110--015
****122.50 ****122.50

Dear Secretary of State:

Enclosed please find one original and a copy of the Articles
of Incorporation for:

Running Brooke Distributing, Inc.

Also find enclosed a check made payable to the Secretary of
State in the amount of \$122.50 which includes the statutory
filing fee. Your assistance in establishing the corporation
to be known as:

Running Brooke Distributing, Inc.

is appreciated.

Respectfully,

Gayle F. Brothers
Gayle F. Brothers

FILED
97 JUL -7 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
7/8/97

ARTICLES OF INCORPORATION
OF
Running Brooke Distributing, Inc.

FILED

97 JUL -7 PM 12:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is:
Running Brooke Distributing, Inc.
The principle address of the corporation is:
3912 SW 58 Avenue
Hollywood FL 33023

ARTICLE TWO

The period of its duration is:
FOREVER.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is: THREE THOUSAND.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares, consideration of the value of NO PAR VALUE consisting of money.

ARTICLE SIX

The street address of its initial registered office is:
3912 SW 58 Avenue

Hollywood FL 33023
and the name of its initial registered agent at such address is:
Gayle F. Brothers

I hereby state that I am familiar with and accept the duties and responsibilities as a registered agent for said corporation.


Gayle F. Brothers

ARTICLE SEVEN

The number of directors constituting the initial board of directors is: ONE

The name and address of the person or persons, who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified, are:

NAME	MAILING ADDRESS	SIGNATURE
Gayle F. Brothers (954) 981-0606	3912 SW 58 Avenue Hollywood FL 33023	<i>Gayle F. Brothers</i>

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

NAME	MAILING ADDRESS	SIGNATURE
Gayle F. Brothers (954) 981-0606	3912 SW 58 Avenue Hollywood FL 33023	<i>Gayle F. Brothers</i>