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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: YOLANDA M. CARRENO, INC.  
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NAME: RAY'S FULL LINE OF INDUSTRIAL SUPPLIES, INC.

AUDIT NUMBER.....H97000012571

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 1, 1997

YOLANDA M CARRENO, INC.

SUBJECT: RAY'S FULLLINE OF INDUSTRIAL SUPPLIES, INC.  
REF: W97000017773

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must be identical throughout the document.

Please return the original and one copy of 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 (850) 487-6919.

Beth Register  
Corporate Specialist Supervisor

FAX Aud. #: H97000012571  
Letter Number: 397A00039291

FAX AUDIT NO.

H97000012571

ARTICLES OF INCORPORATION  
OF

RAY'S FULL LINE OF INDUSTRIAL SUPPLIES, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Status of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: RAY'S FULL LINE OF INDUSTRIAL SUPPLIES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgment of these Articles on the 1st of August, 1997.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a) Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.
- b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature, and description wherever located, both

Yolanda M. Carreno, Inc.  
12260 S. W. 8th St. #118  
Miami, FL 33184

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tangible and intangible, and including those in action, either as owner, broker, agent or factor.

c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or any other objective in or about its business affairs, and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale of other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d) To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

#### ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock, at no par value which shall be designated as "common Stock".

FAX AUDIT NO. H47000012571ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is: 2373 West 73rd Place, Hialeah, FL 33016 and the name of the initial registered agent of this corporation at that address is: RAMON I ORTEGA.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initial. The number of director(s) may be either increased or diminished from time to time by the bylaws. The name(s) and address(es) of the initial director(s) of this corporation until the first annual meeting of shareholder(s) or until their successor(s) are elected and shall qualify is (are):

<u>NAME</u>	<u>ADDRESS</u>	
RAMON I ORTEGA	2373 West 73rd Place Hialeah, FL 33016	PRESIDENT TREASURER/DIRECTOR
OSCAR A HERNANDEZ	757 N E 77th Ter Miami, FL 33138	VICE-PRESIDENT SECRETARY/DIRECTOR

FAX AUDIT NO. HY000012571ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles is (are):

<u>NAME</u>	<u>ADDRESS</u>	
RAMON I ORTEGA	2373 West 73rd Place Hialeah, Fl 33016	255 SHARES
OSCAR A HERNANDEZ	757 N E 77th Ter Miami, Fl 33138	245 SHARES



ARTICLE X - AMENDMENTS

This corporation reserves the right to mend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is (are) subject to this reservation.

ARTICLE XI - MAILING ADDRESS

The principal office and mailing address of this corporation is: 2373 W 73rd Place, Hialeah, Fl 33016-6813

IN WITNESS WHEREOF, the undersigned has (have) executed these Articles of Incorporation this 1st day of August, 19 97.

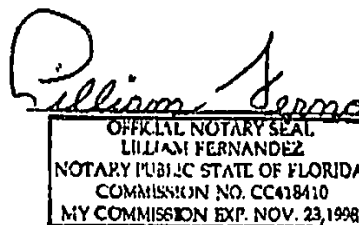
X   
RAMON I ORTEGA  
X   
OSCAR A HERNANDEZ

FAX AUDIT NO. 447000012511

STATE OF FLORIDA )  
COUNTY OF DADE ) S.S.

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared: RAMON I ORTECA and OSCAR A HERNANDEZ known to me and known to me to be the person(s) who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 1st day of August, 1997.



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR:

RAY'S FULL LINE OF INDUSTRIAL SUPPLIES, INC., AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATE: August 1st, 1997

Yolanda M. Carreno, Inc.  
12260 S. W. 8th St. #110  
Miami, FL 33184  
Phone (305) 554-4032

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RESIDENT AGENT  
RAMON I ORTECA

FAX AUDIT NO. 4497000012571