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LAW OFFICE OF
MARIO D. GERMAN, P.A.
SUITE 3300
2101 WEST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33309
TELEPHONE (954) 777-0290
TELECOPIER (954) 777-3011

OF COUNSEL
ARNOLD S. GOLDSTEIN, LL.M., PH.D.
ADMITTED ONLY IN MASSACHUSETTS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

September 8, 1997

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

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*****70.00 *****70.00

RE: QUIVERY ICE, CORP.

Dear Clerk:

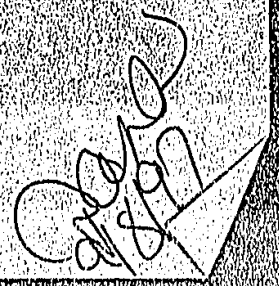
Enclosed is the original and one (1) copy of the articles of incorporation for the above referenced corporation. Accordingly, the filing fee is enclosed.

Please return all correspondences concerning this matter to the above address. Additionally, should you need to call someone concerning this matter, please call the undersigned at the above telephone number.

Cordially yours,

MARIO D. GERMAN, ESQ.

Enclosures



**ARTICLES OF INCORPORATION
OF
QUIVERY ICE, CORP.**

The undersigned, acting as an incorporator of QUIVERY ICE, CORP. Under Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is:

QUIVERY ICE, CORP.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**13177 N. W. 11th PLACE
SUNRISE, FL 33323**

ARTICLE III: PURPOSE

This corporation may engage in any activity or business permitted under the law of United States and Florida.

ARTICLE IV: AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 5,000 shares of common stock having a par value of .01 per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be in whole or part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, with a value, in the judgement of the directors, equivalent to or greater than the full par value of the shares.

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**ARTICLE V. REGISTERED OFFICE/AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the registered office/principal place of business of the corporation is,
and the name of the corporation's initial registered agent at that address is:

MARIO D. GERMAN
SUITE 3300
2101 WEST COMMERCIAL BLVD.
FT. LAUDERDALE, FL 33309

ARTICLE VI. INCORPORATOR(S)

The incorporator of the corporation assigns to this Corporation the incorporator's rights under Section 607.161, Florida Statutes, to constitute a corporation, and the incorporator assigns to those persons designated by the Board of Directors any rights the incorporator may have to acquire any of the capital stock of this stock of this corporation, this assignment becoming effective on the date corporate existence begins. The name(s) and address(es) of each incorporator is(are):

Name	Address
MARIO D. GERMAN	SUITE 3300 2101 WEST COMMERCIAL BLVD FT. LAUDERDALE, FL 33309

ARTICLES VII.

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on the shareholders are subject to this reservation. These Articles may be amended prior to the issuance

of shares of the Corporation by the unanimous approval of the Board of Directors. Thereafter, every amendment shall be approved at the shareholder's meeting by the unanimous vote of the shares entitled to vote on the matter or in such other manner as may be provided by law.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The corporation shall be (1) one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the director(s) are:

JERRY D. PUTTEET
13177 N. W. 11TH STREET
SUNRISE, FL 33323

ARTICLES IX: DIRECTORS

1. The business of this Corporation shall be conducted and managed by its Board of Directors, and such Board shall consist from one member and not more than eleven members. A majority of the first Board of Directors name below shall have the power to approve and adopt the Bylaws of the Corporation until their successors are elected or appointed.

2. The qualifications, time and place of election and term of office of each Director shall be provided for in the Bylaws of the Corporation.

3. The officers of this Corporation may consist of a President, Vice President, Secretary and Treasurer, and such other officers and agent as may be provided for by the Bylaws of this Corporation, who shall be chosen, serve for such term and have such duties as may be prescribed by such Bylaws.

ARTICLE X: INDEMNIFICATION OF DIRECTORS

1. The Corporation shall indemnify any Director made a party to any action, suit or

proceeding by or in the right of the Corporation to procure a judgement in its favor by reason of this being or having a Director or any officer of the Corporation, or Director of any other corporation which the Director served as such at the request of the Corporation, against the reasonable expenses, including but not limited to attorney's fees, actually and necessarily incurred by the Director in connection with the defense or settlement of such action, suit or proceeding, or in connection with an appeal therein, except in relation to matters as to which such Director may be adjudged to have been guilty of negligence or misconduct, in the performance of the Directors duty to the Corporation.

2. The Corporation shall indemnify any Director made a party to any action, suit or proceeding by or in the right of the Corporation to procure a judgement in its favor, whether civil or criminal, brought to impose a liability or penalty in such Director in the Director's capacity as Director or an officer of the Corporation, or officer of any other corporation which the Director or officer serves as such at the request of the Corporation, against judgements, fines, amounts paid in settlement and reasonable expenses, including but not limited to attorney's fees actually and necessarily incurred as a result of such action, suit or proceedings, without reasonable ground for belief that such a action was unlawful. The termination of any such civil or criminal action, suit or proceeding by judgement, settlement, conviction, or upon a plea of nolo contendere shall not in itself create a presumption that any Director did not act in good faith in the reasonable belief that such action was in the best interests of the Corporation or that such action was in the best interests of the Corporation or that the Director had reasonable ground for belief that such action was lawful.

ARTICLE XI: LIABILITY

No Director shall be held liable or responsible for action taken by the Board of Directors acting under the provisions or in the manner authorized by these Articles of Incorporation or the Bylaws of the Corporation, nor for action taken by the Board of Directors in reliance on reasonable grounds or probable cause for believing that the Board of Directors is acting under the provisions or in the manner authorized by the Articles of Incorporation Bylaws. The defense if

any legal, equitable or other action, suit or proceedings brought against a Director, either individually or as Director, because or as a result of any action taken by the Board of Directors, shall be conducted by counsel for the Corporation, unless the action, suit or proceeding is brought by or in behalf of the Corporation. All costs and expenses of a Director in connection with any such action, suit or proceeding not brought by or in behalf of the Corporation, including but not limited to expenses incurred in the course of attending trials, conferences, depositions, hearings and meetings, shall be paid by the Corporation, and in the event of a judgment or decree being rendered against the Director, the Corporation shall indemnify and save the Director harmless.

ARTICLE XII: REIMBURSEMENT OF DIRECTORS

If a legal, equitable or other action, suit or proceeding brought by or in behalf of the Corporation against a Director, either individually or as Director, shall result in a judgment, decree or decision in favor of the Director, the Corporation shall be liable to and shall reimburse the Director for all costs and expenses of the Director in connection with such action, suit or proceedings, including but not limited to reasonable attorney's fees, court costs and expenses incurred in the course of attending trials, conferences, depositions, hearings and meetings.

ARTICLE XIII: BYLAWS

The power to adopt, alter, amend or repeal Bylaws be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders specifically provided that the bylaw is not subjected to amendment or repeal by the Directors.

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation this 5 day of September, 1997.

A handwritten signature in cursive script, appearing to read "Alvin J. Ferma", is written over the signature line of the incorporation text.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the foregoing Articles of Incorporation, I hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of the registered agent.

David P. Gorman

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