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LAWRENCE E. BLACKE

ATTORNEY AND COUNSELOR AT LAW

November 13, 1997

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-11/17/97--01107--001
*****70.00 *****70.00

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
AMAZON DISTRIBUTORS, INC.

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation regarding the above-captioned matter. I have also enclosed a check in the sum of \$70.00 for the filing of said corporation.

I would appreciate your returning to the undersigned, one copy of the recorded Articles.

Should you need anything additional, please do not hesitate to contact this office.

Very truly yours,



Lawrence E. Blacke

LEB/ks
Enclosures

FILED
97 NOV 17 AM 11:22
SEC. OF STATE
TALLAHASSEE, FLORIDA

766 11/18/97

ARTICLES OF INCORPORATION

OF

AMAZON DISTRIBUTORS, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AMAZON DISTRIBUTORS, INC.

The address of the principal office of this corporation shall be

4400 S.W. 148th Terrace, Miramar, FL 33027 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4400 S.W. 148th Terrace, Miramar, Florida 33027, and the name of the initial registered agent of the corporation at that address is Carlos R. Ponchio.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is

CARLOS R. PONCHIO
Pres./Sec./Treas./Dir.

4400 S.W. 148TH TERRACE
MIRIMAR, FL 33027

ARTICLE VII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation:

CARLOS R. PONCHIO
4400 S.W. 148TH STREET
MIRIMAR, FL 33027

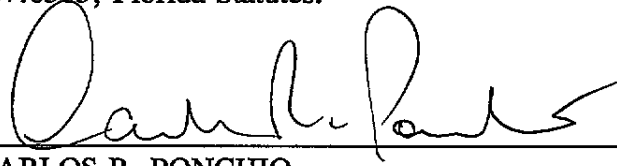
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this _____ day of November, 1997.



CARLOS R. PONCHIO

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

CARLOS R. PONCHIO, having been designated as the Registered Agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



CARLOS R. PONCHIO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA