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Profit NonProfit Limited Liability Domestication Other	AMENDMENT AMENDMENT Amendment Resignation of R.A., Change of Registered Dissolution/Withdray Merger	Officer/ Director	Certificate of Status St.E. FLORIDA	FILED JAN 15 PH 1::
Annual Report Fictitious Name Name Reservation	Foreign Limited Pattnership Reinstatement Trademark Other		CORPORATION /5	RECEIVED 31 98 JAN 15 AMII: 10
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CR2E031(1/95)

ARTICLES OF INCORPORATION OF

98 JAN 15 PH 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S & C Distributor, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

S & C Distributor, Inc.

ARTICLE II

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

11879 S.W. 72 Terrace Miami, Florida 33183

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

500 shares (five hundred) @ \$1 (one dollar)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Alberto Sosa 11879 S.W. 72 Terrace Miami, Florida 33183

ARTICLE V INCORPORATOR (S)

The name(s) and street address(es) of the incorporator to these Articles of Incorporation is (are):

Alberto Sosa, President 11879 S.W. 72 Terrace Miami, Florida 33183

The undersigned has(have) executed these Articles of Incorporation this 14th day as of January 1998.

Signature / Title

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Status, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: S & C Distributor, Inc.
- 2. The name and address of the registered agent and office is:

Alberto Sosa 11879 S.W. 72 Terrace Miami, Florida 33183

Signature

Title /

Date 1/14/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFIED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL MY STATUS RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature

Date <u>//14/98</u>

98 JAN 15 PH 1:31
SECRETARY OF STATE