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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 2:50

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

EFFECTIVE DATE

4-24-98

SUBJECT : NIMA'S DISTRIBUTING INC.

Enclosed please find an original and one(1) copy of the articles of incorporation for the above corporation and check in the amount of \$78.75 including Certificate of Status fee of \$8.75

FROM: SAL GANEM
2124 N.E. 123 ST # 203
MIAMI, FL 33181
(305)8991259

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*****78.75 *****78.75

NOTE: Additional copy of articles of incorporation is needed when certified copy is requested.

Sat Ganem GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Eff. Date*
DATE *5/4/98*
DOC. EXAM *Doris Brown*

D. BROWN MAY - 4 1998

ARTICLES OF INCORPORATION

OF

NIMA'S DISTRIBUTING INC.

EFFECTIVE DATE
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We, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations..

ARTICLE I

The name of the corporation shall be
NIMA'S DISTRIBUTING INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to engage in and of any and all activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

100 shares @ \$1.00 par value.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law and said corporation's existence shall commence on the date of subscription and acknowledgment of this Certificate of Incorporation and upon filing of same by the Secretary of State.

ARTICLE V

The initial street address of said corporation shall be at
3725 South Ocean Dr. S. 921
Hollywood, Fl 33019

with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE VI

The number of directors of this corporation shall not be less than one (1) nor more than seven (7). The corporation shall initially have one (1) Director.

ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) director. At no time shall the corporation be managed by the stockholders unless there is at least one(1) stockholder.

ARTICLE VIII

Any restrictions imposed by the corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares to which the restriction applies.

ARTICLE IX

The names and addresses of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are elected shall be:

NAMES

OFFICERS

Nima Chorny
3725 South Ocean Dr. S 921
Hollywood, Fl 33019

President
SS# : 150-58-0744

Ammos Chorny
3725 South Ocean Dr. S 921
Hollywood, Fl 33019

V. President
SS# : 065-66-4891

Aviva Chorny
3725 South Ocean Dr. S.921
Hollywood, Fl 33019

Officer
SS# : 099-68-7670

ARTICLE X

These Articles may be amended, when approved by a majority of the Directors and Stockholders.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns , against all expenses, actually and necessarily incurred in connection with the

defense or settlement of any claim action, suit or proceeding in which they by reason of being or having been directors or officers, except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under any law, or by-law, agreement, vote of stockholders, or otherwise.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

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ARTICLE XI

The Registered Agent to accept service of process within this State for said corporation shall be:

Nima Chorny
3925 South Ocean Dr. S 921 Hollywood, FL 33019

Having been named to accept service of process for the above stated corporation at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

President

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock hereinabove named and the Incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this 24th day of April 1998

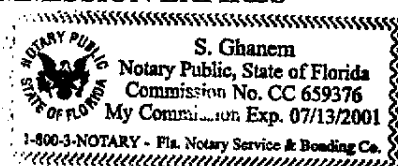
President

STATE OF FLORIDA
COUNTY OF DADE

Before me the undersigned authority personally appeared Nima Chorny known by me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that they executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this 24th day of April 1998

MY COMMISSION EXPIRES



S. Ghanem

NOTARY PUBLIC