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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: FAM FRIEDMAN
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ACCT#: 070744001530

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NAME: WORLD WIDE DISTRIBUTORS INC.

AUDIT NUMBER.....H98000008968

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

CERT. OF STATUS..0

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TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 13, 1998

ACE INDUSTRIES

SUBJECT: UNIVERSAL DISTRIBUTORS INC.
REF: W98000010838

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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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Becky McKnight
Document Specialist

FAX Aud. #: H98000008968
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H98-8968 ARTICLES OF INCORPORATION

Article 1: Name of Corporation: WORLD DISTRIBUTORS INC.

Address of Corporation: 21 SOUTHEAST 1st AVENUE, #701
MIAMI, FL 33131

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: ELSIE BARBEITE

REGISTERED OFFICE: 21 SOUTHEAST 1st AVENUE, #701
MIAMI, FL 33131

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

 05 / 12 / 98
Signature of Registered Agent Date

Article 4: The Board of Directors are: (BOARD of DIRECTORS is not required).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. ANDRES BARBEITE, 10203 SOUTHWEST 3rd. STREET, MIAMI, FL 33174

2. MARIO E. SUAREZ, 8531 SOUTHWEST 82nd TERRACE, MIAMI, FL 33143

3. _____

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

ANDRES BARBEITE

21 SOUTHEAST 1st AVENUE, #701

MIAMI, FL 33131

In witness whereof, I have subscribed my name: _____


Signature of Incorporator

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

H98-8968

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SECRETARY OF STATE
TALLAHASSEE FLORIDA