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TRANSMITTAL LETTER

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

100002527741--8
-05/18/98--01110--013
*****70.00 *****70.00

SUBJECT: WHOLESALE LOGISTICS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 70.00. You will note that the address of the registered agent and the corporation is the same. Call me at 407-831-1399 should you require additional information.

FROM:

MRS. DIANA ELLIOTT
3028 EAGLE LAKE DR.
ORLANDO, FL 32837

FILED
98 MAY 18 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05/25/98

FILED
98 MAY 18 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

WHOLESALE LOGISTICS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name and address of the corporation is:
WHOLESALE LOGISTICS, INC.

3028 EAGLE LAKE DR.
ORLANDO, FL 32837

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME WHOLESALE LOGISTICS, INC.

ADDRESS 3028 EAGLE LAKE DR.

CITY ORLANDO, FL 32837

The name and street address of the Initial Registered Agent of this Corporation is provided below. The address of the registered agent is the same as the corporation:

NAME MRS. DIANA ELLIOTT

ADDRESS 3028 EAGLE LAKE DR.

CITY ORLANDO, FL 32837

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than ONE (1). The name(s) and address(s) of the initial director(s) of the corporation are as follows:

NAME MRS. DIANA ELLIOTT

ADDRESS 3028 EAGLE LAKE DR.

CITY ORLANDO, FL 32837

NAME

ADDRESS

CITY

FLORIDA

ZIP

NAME

ADDRESS

CITY

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME MRS. DIANA ELLIOTT

ADDRESS 3028 EAGLE LAKE DR.

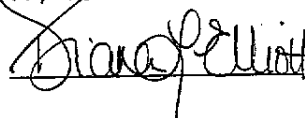
CITY ORLANDO, FL 32837

NAME

ADDRESS

CITY

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 13TH day of MAY, 1998.

 (SIGN)

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

WHOLESALE LOGISTICS, INC.

(name of corporation)

FILED
98 MAY 18 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Corporation

at 3028 EAGLE LAKE DR.

ORLANDO, FL 32837

has named MRS. DIANA ELLIOTT

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)