

Charter Number Only

**98000054483**

DATE ONLY

Requestor's Name

Carusello & Hunnefeld  
1925 Ponce de Leon Blvd  
Coral Gables, FL 33134  
443-0020

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 -06/18/98--01011--014  
 \*\*\*122.50 \*\*\*122.50

CORPORATION(S) NAME

FIS Distributing, Inc.

**FILED**  
 98 JUN 18 AM 9:59  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**Empire** Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

cert. copy

**RECEIVED**  
 98 JUN 18 AM 9:21  
 DIVISION OF CORPORATION

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

**ARTICLES OF INCORPORATION**  
**OF**  
**FTS DISTRIBUTING, INC.**

**FILED**  
**98 JUN 18 AM 9:59**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida Corporation Act, Florida Statutes, Chapter 607.

**ARTICLE I**

**NAME**

The name of this corporation shall be as set forth above.

**ARTICLE II**

**GENERAL NATURE OF BUSINESS AND POWERS**

The business of this corporation shall be any legal business.

**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to issue One hundred shares of stock.

**ARTICLE IV**

**TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V**

**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Kenneth J. Carusello  
1925 Ponce De Leon Boulevard  
Coral Gables, Florida 33134

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The President/Treasurer is Wadeaha Spite, 1955 Larkspur #626, San Antonio, Texas 78213.

ARTICLE VII

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is as follows:

11767 S. Dixie Highway, #367  
Miami, Florida 33156

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Kenneth J. Carusello  
1925 Ponce De Leon Boulevard  
Coral Gables, Florida 33134

ARTICLE IX

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation on the 16 day of June, 1998.

  
KENNETH J. CARUSELLO

STATE OF FLORIDA}

**}SS:**

COUNTY OF DADE }

BEFORE ME, a Notary Public, that on this day personally appeared, the Incorporator of FTS DISTRIBUTING INC., to me known to be the person described in or who have produced \_\_\_\_\_ as identification and who (did/did not) take an oath and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this 16 day of June, 1998.

sign:

Notary Public, State of Florida  
at Large

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print name:
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Ada De Rosa

My commission expires:



**Ada Maria DeRosa**  
**MY COMMISSION # CC627611 EXPIRES**  
**May 16, 2001**  
**BONDED THRU TROY FAIN INSURANCE, INC.**


**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the following is submitted, in compliance with said Statutes:

That FTS DISTRIBUTING, INC., desiring to organize under the laws of the State of Florida, with its registered office at **1925 Ponce De Leon Boulevard, Coral Gables, Florida, 33134**, has named **KENNETH J. CARUSELLO** located at 1925 Ponce De Leon Boulevard, Coral Gables, Florida, 33134, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as registered agent and to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
KENNETH J. CARUSELLO

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TALLAHASSEE, FLORIDA