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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MIDCITY DISTRIBUTORS, INC.

AUDIT NUMBER.....H98000012084

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

CERT. OF STATUS..0 PAGES..... 4

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ARTICLES OF INCORPORATION
OF
MIDCITY DISTRIBUTORS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: MIDCITY DISTRIBUTORS, INC.

The principal place of business and mailing address of this corporation is:

1126 E. Donegan Avenue, Kissimmee, FL 34743

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 (100) shares, having an individual par value of \$1.00.

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the Initial Registered Agent of this corporation is:

Kassem EL-Khatib, 1126 E. Donegan Ave., Kissimmee, FL 34743

These articles prepared by:

Roland P. Tan, Jr
3501 W. Vine St., Suite 338
Kissimmee, FL 34741
(407) 846-2882
Florida Bar No.: 983624

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ARTICLE VI - INITIAL OFFICERS

The names and street addresses of the initial officers, who shall hold office the first year of the corporation's existence or until their successors are elected are:

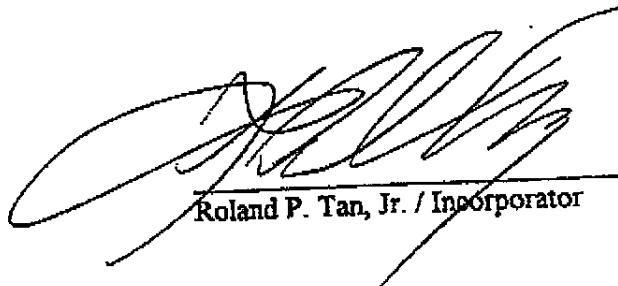
President: Kassem EL-Khatib 1126 E. Donegan Ave., Kissimmee, FL 34743
Vice President: Anissa EL-Khatib 1126 E. Donegan Ave., Kissimmee, FL 34743

ARTICLE VII - INCORPORATORS

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

Roland P. Tan, Jr., 3501 West Vine St., Suite 338, Kissimmee, FL 34741.

The undersigned has executed these Articles of Incorporation this 29th day of June, 1998.



Roland P. Tan, Jr. / Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, 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.

First that MIDCITY DISTRIBUTORS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named KASSEM EL-KHATIB as its agent to accept service of process within this state.

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.

SIGNATURE


 Kassem EL-Khatib
 1126 E. Donegan Avenue
 Kissimmee, FL 34743

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