

P98000078504

VALERIA KASSANDRAS  
13602 S.W. 83 AVENUE  
MIAMI, FL 33158  
(305) 232-1580

FILED  
98 SEP 10 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 31,, 1998

SECRETARY OF STATE  
Attn.: New Filings  
409 E. Gaines Street  
Tallahassee, Florida 32399

400002636394--1  
-09/10/98--01026--015  
\*\*\*\*122.50 \*\*\*\*122.50

Re: *Filing of new corporation*  
CCI DISTRIBUTORS, INC.

Gentlemen:

Enclosed herewith please find original and two copies of the above referenced corporation. I have enclosed a check in the amount of \$122.50 to cover the amount to file same.

I have also enclosed a self stamped address express mail so that you would be so kind as to express mail me the filed corporation as soon as possible.

I thank you kindly for your courtesies and should you have any question, please do not hesitate to contact me.

Sincerely,

  
VALERIA KASSANDRAS

VK/mm

Enclosures

BC  
W-20373

**ARTICLES OF INCORPORATION  
OF  
CCI DISTRIBUTORS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation, natural persons, competent to contract, hereby forms a Corporation under the laws of the State of Florida.

**ARTICLE I.**

**NAME**

The name of the Corporation shall be **CCI DISTRIBUTORS, INC.**

**ARTICLE II.**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be: 3700 Estepona Avenue, Miami, FL 33178.

**ARTICLE III.**

**PURPOSES**

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### **ARTICLE IV.**

##### **CAPITAL STOCK**

The maximum number of shares that this corporation is to have outstanding at any one time is ten thousand (10,000) shares of common stock, having a nominal or par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors but in no event shall be less than \$1.00.

#### **ARTICLE V.**

##### **TERM**

This corporation shall commence existence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

#### **ARTICLE VI.**

##### **REGISTERED AGENT AND REGISTERED OFFICE**

The Registered Agent for this corporation shall be John Chapman and the Registered Office shall be located at 3700 Estepona Avenue, Miami, FL 33178, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with the law.

The aforementioned location does not constitute the principal office.

#### **ARTICLE VII.**

##### **DIRECTORS**

This corporation shall have not less than one director, as set forth in the By-Laws. The names and street addresses of the first board of directors of this

corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until its successors have been elected and qualified, are:

**NAME: John Chapman**

**TITLE: President**

**NAME: Gaetano Ignorato**

**TITLE: Vice-President**

**NAME: Jimmy Cassandro**

**TITLE: Secretary/Treasurer**

#### **ARTICLE VIII.**

##### **INCORPORATORS**

The name and address of the incorporators of these Articles of Incorporation is:

<b>NAME</b>	<b>ADDRESS</b>
John Chapman	3700 Estepona Avenue, Miami, FI 33178
Gaetano Ignorato	637 Oleander Drive Hallandale, FI 33009
Jimmy Cassandro	637 Oleander Drive Hallandale, FI 33009

#### **ARTICLE IX.**

##### **INSPECTION OF BOOKS AND RECORDS**

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations

the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspecting and accounts, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

## **ARTICLE X.**

### **INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

## **ARTICLE XI.**

### **TELEPHONE MEETING AUTHORIZED**

Members of the board of directors or of any executive committee designated by the board of directors in accordance with law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other persons, is used.


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**ARTICLE XII.**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

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

  
JOHN CHAPMAN  
Incorporator

  
GAETANO IGNORATO  
Incorporator

  
JIMMY CASSANDRO  
Incorporator

**CERTIFICATE OF ACCEPTING DESIGNATION**  
**AS**  
**REGISTERED AGENT**

**I HEREBY CERTIFY** that I have accepted the designation as Registered Agent of CCI DISTRIBUTORS INC. and agree to serve as its agent to accept service of process within this State at its Registered Office.

  
JOHN CHAPMAN

STATE OF FLORIDA }

COUNTY OF DADE }

BEFORE ME, the undersigned authority, this day personally appeared John Chapman, Gaetano Ignorato and Jimmy Cassandro to me known to be the individuals described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they signed and executed same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 21TH day of August, 1998.

  
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL CRISTINA VERZURA NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC738359 MY COMMISSION EXP. MAY 18, 2002
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