

Charter Number Only

7/6/98
P9800081995
BROWN

Requestor's Name

Address

City

State

ZIP

Phone

DISCOUNT ONLY

300002645743-9
-08/22/98-01004-026
***122.50 ***122.50

CORPORATION(S) NAME

FRAZER DISTRIBUTION AND PURCHASING
INC.

- ☒ Profit
☐ NonProfit
☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☒ Certified Copy
☐ Call When Ready
☒ Walk In
- ☐ Amendment
☐ Dissolution
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call If Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of Registered Agent
☐ Certificate Under Seal
☐ After 4:30
☐ Mail
- ☒ Pick Up

FILED
98 SEP 22 PM 12:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
98 SEP 22 AM 9:27
DIVISION OF CORPORATIONS

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

CERT. COP



Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION
OF
FRAZER DISTRIBUTION AND PURCHASING, INC.**

FILED
98 SEP 22 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, Glenn Frazer and Daniel Frazer, being of legal age, do hereby sign these presents for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

**ARTICLE I
CORPORATE NAME**

The name of this corporation shall be:
FRAZER DISTRIBUTION AND PURCHASING, INC..

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. DISTRIBUTION & PURCHASING and to do any and all things and matters necessary and appertaining thereto and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida;

B. To purchase, acquire, hold, own, lease, sell, assign, transfer, invest in, trade in, distribute or deal in goods, wares, merchandise, real and personal property of every kind and description;

C. To conduct all types of business and operations; to have one or more offices and hold, purchase, sell, assign, transfer, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States;

D. To engage in, render or carry on, any service or other business as principal or agent, with powers to let contracts for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of this corporation;

E. To acquire by purchase, or otherwise, for investment or resale, and to own, improve, operate, subdivide, lease, mortgage, sell and otherwise deal in, for cash or credit, by conveyance, agreement for deed or other lawful instrument, real estate or mixed property located in the State of Florida or elsewhere, and generally to deal in and traffic as owner or agent in real estate, personal and mixed property, and any interest or estate therein, and to create, own, lease, sell, operate or deal in freehold and leasehold estates of any and all nature whatsoever and to be an investor in real, mixed and/or personal property; to grant sell and otherwise deal in franchises and licenses;

F. To factor, lend or borrow money, be a surety, and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidences thereof, and mortgage, trust deed, pledges or other securities for the payment of same;

G. To act as agent, broker, or attorney-in-fact for any persons, firms, or corporations in buying, selling and dealing in real or personal property or services of whatsoever kind or nature and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to;

H. To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, assets of every kind and the liabilities of any person, firm, association or corporation, either wholly or partly; and to pay for the same in cash, stocks or bonds of the Company or otherwise;

I. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other interest therein and thereunder;

J. To purchase, subscribe for or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of or turn to account to realize upon as owner, agent, broker or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidencing shares of or interest in common law trusts, trusts and trust estates or associations, certificates of trust or beneficial interests in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industry or other business concerns, firms, associations and corporations to institute, participate in or promote commercial merchandise, financial and industrial enterprises and operations;

K. To borrow money and contract debts when necessary in the purchase of or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital or for any other object in or about its business or affairs and without limit as to amount; and to secure the payment of money in any lawful manner;

L. To enter into any partnership, limited or general, as limited or general, as Limited or General partner, or both, and to enter into any other arrangement for profit-sharing, union, or interest, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority in the carrying on of any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.

M. to purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders' quorum or vote;

N. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise;

O. To exercise all of the powers which are now or may hereafter be conferred upon corporations generally by the laws of the State of Florida.

ARTICLE III PRINCIPAL OFFICE

The initial, principal place of business and mailing address of this corporation are:

1009 SE 14th Terrace, Deerfield Beach, FL 33441

with the privilege of having its office and branch offices at other places within or without the State of Florida

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: FIVE HUNDRED (500) SHARES, the par value of which shall be \$1.00 each

ARTICLE V MINIMUM CAPITAL

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE VI PERPETUITY & DISSOLUTION

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

**ARTICLE VII
BOARD OF DIRECTORS**

The number of Directors of this corporations shall be not less than one (1) nor more than five (5) and the initial Board of Directors of this corporation is comprised of two (2) members.

The name and street addresses of the persons who are appointed to act as Directors until the first annual meeting of the stockholders or until their successors are elected and shall qualify are:

Glenn Frazer, 1009 SE 14th Terrace, Deerfield Beach, Fl 33441
Daniel Frazer, 1009 SE 14th Terrace, Deerfield Beach, Fl 33441

**ARTICLE VIII
INITIAL REGISTERED AGENT AND OFFICE**

The corporation has designated as its intial Registered Agent:

Laurie Viola, 1353 SE 7th Court, Deerfield Beach, FL 33441
who is a resident of the State of Florida and whose business office is duly noted.

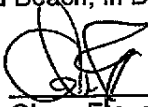
**ARTICLE IX
INCORPORATORS**

The names and street addresses of the incorporators, the persons signing these Articles of Incorporation as subscribers and the number of shares they have agreed to purchase are as follows:

NAME	ADDRESS	SHARES
Glenn Frazer,	1009 SE 14th Terrace, Deerfield Beach, Fl 33441	50%
Daniel Frazer,	1009 SE 14th Terrace, Deerfield Beach, Fl 33441	50%

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, WE, the undersigned, being the original subscribers to the capital stock hereinafter named, and for the purpose of forming a corporation of the State of Florida, do make and file the Certificate, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares of stock hereinabove set forth, and have executed these articles of incorporation and accordingly have hereunto set our hand and seal this 18TH day of SEPTEMBER, 1998 at Deerfield Beach, in Broward County, Florida



Glenn Frazer 108-54-7104



Daniel Frazer 085-60-4919

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Glenn Frazer and Daniel Frazer to me well known and known to me to be the person described in and who executed the foregoing Certificate of Incorporation and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at
DEERFIELD BEACH this 18TH day of SEPTEMBER 1998.


Notary

My commission expires:
My commission number is:



Laurie J. Viola
MY COMMISSION # CC721055 EXPIRES
March 2, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That FRAZER DISTRIBUTION AND PURCHASING, INC., desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Deerfield Beach, County of Broward of the State of Florida, has named LAURIE VIOLIA, located at 1353 SE 7th Court, Deerfield Beach, FL 33441 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this Capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: _____

Laurie Viola

Resident Agent, Laurie Viola

FILED
98 SEP 22 PM 12:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA