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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**COOL START DISTRIBUTING, INC.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 2, 1998

EMPIRE

SUBJECT: COOL START DISTRIBUTING, INC.  
REF: W98000026856

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Neysa Culligan  
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ARTICLES OF INCORPORATION  
COOL START DISTRIBUTING, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is: COOL START DISTRIBUTING,  
INC.

ARTICLE II - DURATION

This Corporation is to exist perpetually. It shall commence  
existence on the date of filing of these Articles of  
Incorporation.

ARTICLE III - PURPOSE

This Corporation is organized for all legal purposes of  
in the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares  
of common stock at One Dollar (\$1.00) par value.  
Shares may be issued for such consideration as is determined  
from time to time by the shareholders. This power is  
reserved unto the shareholders by right and is hereby  
delegated unto the Board of Directors. The Board may issue  
the shares of this Corporation for such consideration as is  
determined from time to time by it, unless and until the  
shareholders by affirmative action communicate to the Board,  
in writing, their decision to determine the consideration for  
the issuance of non-issued or sale of treasury shares. This  
action by the shareholders will not affect prior action by  
the Board.

Prepared by:  
Carolyn Karettis, Esq.  
FBN.: 0660876  
3121 Ponce De Leon Blvd.  
Coral Gables, Florida 33134

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The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. When payment of the consideration for which shares are to be issued shall have been received by the Corporation, such shares shall be deemed to be fully paid and non-assessable.

#### ARTICLE V - PREEMPTIVE RIGHTS

The shareholders of record of this Corporation shall have preemptive rights, proportional to their ownership, to acquire unissued or treasury shares of the Corporation, or those shares for sale by any retiring shareholders, or securities of the Corporation convertibles into or carrying a right to subscribe to or acquire shares, or any future issue of shares or convertible securities, bonds or debentures agreed to by the Board of Directors or Shareholders Meeting of this Corporation. This right shall be exercised by the said shareholders in a period of sixty days from the resolution taken by the Board of Directors or Shareholders Meeting, or from the notice to sell delivered by the selling shareholder to the Secretary of the Corporation.

#### ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is: 21710 Fall River Drive  
Boca Raton, Fl 33428

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ARTICLE VII - ADDRESS

The initial street address of the principal office of this Corporation is as follows: 21218 St. Andrews Blvd., Suite 209 Boca Raton, Fl 33433

The Board of Directors may, from time to time, designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VIII - BOARD OF DIRECTORS

The Corporation shall have (2) Director(s) initially. The number of directors may be increased or diminished from time to time in such manner as may be prescribed in the By-Laws, but there shall never be less than one (1) director.

ARTICLE IX - INITIAL DIRECTORS AND OFFICERS

The name and street addresses of the initial members of the Board of Directors of this Corporation are as follows:

DIRECTORS:	
Adam Pekala	21710 Fall River Drive Boca Raton, Fl 33428
Leonard Gutstein	21710 Fall River Drive Boca Raton, Fl 33428

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the Corporation, and in its name and as its representative in any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a Director or Officer of the Corporation, or by reason of any action alleged to have been heretofore or

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hereafter taken or omitted by him as such Director or Officer and shall reimburse each such person for all legal and other expenses provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable for negligence or willful misconduct in the performance of his duties. The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may lawfully be entitled, nor shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided.

#### ARTICLE XI - REMOVAL OF DIRECTORS

Any Director, or the entire Board of Directors may be removed with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders called expressly for that purpose.

#### ARTICLE XII - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation are as follows:

N A M E :

A D D R E S S :

Adam Pekala

21710 Fall River Drive  
Boca Raton, FL 33428

#### ARTICLE XIII - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors. By-Laws adopted by the Board of Directors may be repealed or changed and new By-

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## ARTICLE XIV - POWERS

## ARTICLE XV - AMENDMENT

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of November, 1998.

  
Adam Pakala

STATE OF FLORIDA  
COUNTY OF Dade

Before me personally appeared Adam Pekala to me  
personally known or who produced \_\_\_\_\_ as  
identification and known to me to be the person(s) described  
in and who executed the foregoing instrument, and  
acknowledged to and before me that he executed the said  
instrument for the purposes therein expressed.

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WITNESS MY HAND AND OFFICIAL SEAL this 25 day of  
November 1998.

**MARY FRANCIS LEE**  
MY COMMISSION # CC 775412  
EXPIRES: 09/15/2002  
Notary Public  
State of Florida  
My Commission Expires: 09/15/2002  
The Notary Service & Bonding Co.

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

In accordance with the Florida General Corporation Act,  
Section 607.034, the following is submitted:  
That "COOL START DISTRIBUTING, INC." desiring to organize or  
qualify under the Laws of the State of Florida, with its  
principal place of business at: 21218 St. Andrews Blvd.  
Suite 209  
Boca Raton, FL 33433

has named: **Leonard Gutstein**  
as its Resident Agent to accept service of process at  
21710 Fall River Drive, Boca Raton, FL 33428

Signature: Date: 11/25/98

**ACKNOWLEDGEMENTS:**

Having been named to accept service of process for the above  
named corporation, at the place designated in this  
Certificate, I hereby agree to act in this capacity and  
further agree to comply with the provisions of all Statutes  
relative to the proper and complete performance of my duties.

Dated:

  
Resident Agent

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