

P9900000 5557

Requester's Name

- Discount Wholesalers
12220 S.W. 3 TERR.
- Miami, Fla.
33185

000002743700--3
-01/15/99--01051--003
****122.50 ****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____
- Mail out Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

OTHER FILINGS

- Annual Report
- Fictitious Name

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99 JAN 15 AM 11:36
FILED

B. BROCK JAN 20 1999

Examiner's Initials

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida these Articles of Incorporation; and to that end we do, by these Articles, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "CORPORATION") is :
DISCOUNT WHOLESALERS, INC.

ARTICLE II

This corporation shall exist perpetually. Corporate existence shall begin on the day upon which these Articles are approved by the Secretary of State of Florida.

ARTICLE III

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607 of Florida Statutes.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, which said shares shall have a par value of One (\$ 1.00) Dollar per share upon issuance.

ARTICLE V

The principal place of business of this corporation shall be at

12220 S.W. 3 TERR MIAMI, FLORIDA 33185

with the privilege of having branch offices within and without the State of Florida.

ARTICLE VI

The initial registered agent of this corporation upon whom process may be served is E. HERNANDEZ and the initial registered office is located at

12220 S.W. 3 TERR MIAMI, FLORIDA 33185

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TALLAHASSEE, FLORIDA

ARTICLE VII

This corporation shall have (1) director(s) initially. The number of directors shall be fixed by the bylaws and may be changed from time to time.

ARTICLE VIII

The names and street address of intial director of this corporation is
E Hernandez
12220 SW 3 TERR
MIAMI FLORIDA 33185

The aforesaid director shall hold office for the first year of this corporation's exsistence or until a successor is chosen as provided for in the bylaws.

ARTICLE IX

The name and street adress of the incorporater is :
E Hernandez
12220 SW 3 TERR
MIAMI FLORIDA 33185

Dated on 01/12/1999

E Hernandez

INCORPORATOR

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING INSTUMENT WAS ACKNOWLEDGED BEFORE ME ON
JAN 12th 1999 BY E HERNANDEZ.

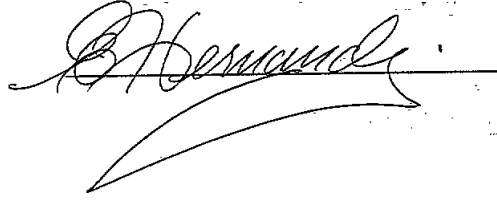
[Signature]

NOTARY PUBLIC

MY COMMISSION EXPIRES:
[Signature]
Notary Public, State of Florida.
Commission No. CC487878
My Commission Expires 08/10/99
200-3-NOTARY - The Notary Service & Headline Co

CONSENT OF REGISTERED AGENT

Having been named as registered agent of this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

A handwritten signature in cursive script, appearing to read "B. Hernandez", written over a horizontal line. The signature is written in black ink and is positioned in the center of the page.

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TALLAHASSEE, FLORIDA