

P99000009154

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E Gaines St.
Tallahassee, FL 32314.

SUBJECT: Palmetto Coolers, Inc.

400002755334--2
-01/26/99--01077--003
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for US\$ 78.75 for Filing Fee and a Certificate.

FROM: Edgar Farfan
20939 Sailfish Lane
Miami, FL 33189.

FILED
99 JAN 26 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

Palmetto Coolers, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation should be:

20939 Sailfish Lane, Miami, FL 33189.

ARTICLE III

The number of shares of stock that this corporation is authorized at any one time is:

Five Thousand Stocks. (5,000).

ARTICLE IV

The name and address of the initial registered agent is:

Edgar Farfan, 20939 Sailfish Lane, Miami, FL 33189.

ARTICLE V

The name and street address of the incorporators to these Articles of Incorporation are:

Edgar Farfan, 20939 Sailfish Lane, Miami, FL 33189.

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ARTICLE VI

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is hereby specially authorized:

- (a) To make and alter the By-laws at pleasure, and
- (b) To fix the amount to be reserved as working capital and to authorized and cause to be executed mortgages and liens upon the property and franchises of this Corporation.

ARTICLE VII

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII

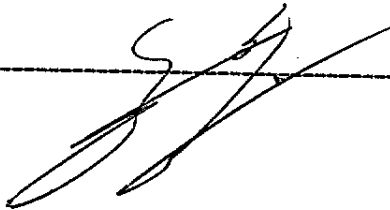
The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IX

The name of the person signing these articles is Edgar Farfan.

The Undersigned incorporators have executed these Articles of Incorporation this 22nd day of January 1999.

Signature

A handwritten signature in black ink, appearing to be 'Edgar Farfan', is written over a horizontal line.

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED
OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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.

1. The name of the corporation is:

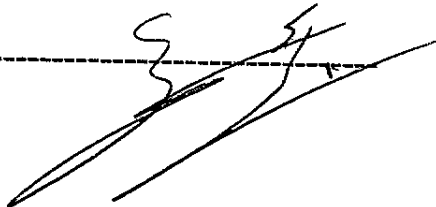
Palmetto Coolers, Inc.

2. The name and address of the registered agent and office is:

Edgar Farfan, 20939 Sailfish Lane, Miami, FL 33189.

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 pbligations of my position as registered.

(Signature)

A handwritten signature in black ink, consisting of a stylized 'E' followed by a series of loops and a long horizontal stroke extending to the right.