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LOCAL REPRESENTATIVE TALLAHASSEE

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 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

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

- GLC DISTRIBUTORS, INC.
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #) **800002767518--2**
- _____
 (Corporation Name) (Document #) **02/08/99-01079-027**
*******78.75 *****78.75**

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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99 FEB -8 AM 11:11
 SECRETARY OF STATE

Examiner's Initials

ARTICLES OF INCORPORATION
OF
GLC DISTRIBUTORS, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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The undersigned incorporator, for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: GLC DISTRIBUTORS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2070 NW 79 Avenue, Miami, FL 33126.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Lysander M. Marrero, 2070 N W 79 Ave.; Miami, FL 33126.

ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of

Incorporation is: Lysander M. Marrero
 2070 N W 79 Ave.
 Miami, FL 33126

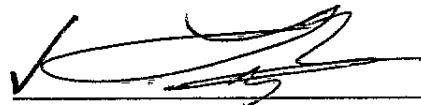
ARTICLE VI: OFFICERS/DIRECTORS

The name and address of each officer and director of the

corporation is: D/P/S Lysander M. Marrero
 2070 NW 79 Ave.
 Miami, FL 33126

The undersigned has executed these Articles of Incorporation this

5th day of February, 19 99.



Lysander M. Marrero

Incorporator

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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT GLC DISTRIBUTORS, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF

MIAMI STATE OF FLORIDA, HAS NAMED

LYSANDER M. MARRERO LOCATED

AT 2070 NW 79 Ave., Miami, FL 33126

CITY OF Miami

STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(CORPORATE OFFICER)

TITLE President

DATE 2/5/99

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 

DATE 2/5/99

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TERRY L. STATE
CLERK
TALLAHASSEE
FLORIDA

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