100002797021--8 -03/08/99--01005--007 \*\*\*\*\*\*78.75 \*\*\*\*\*\*78.75

# CORPORATION(S) NAME

· · · · · · · · · · · · · · · · · ·		
	C.D.C. Products, INC.	
	TASE 99	
	ARE AR	
	SS 8 S	
Profit		101
( ) NonProfit	( ) Amendment ( ) Merger	Free:
( ) Foreign	( ) Dissolution ( ) Mark	
( ) Limited Partnership ( ) Reinstatement	( ) Annual Report ( ) Other ( ) Reservation ( ) Change of Registered Agent	_ <del>8</del> 00-
Certified Copy	( ) Photo Copies ( ) Certificate Under Seal	432.  -
( ) Call When Ready Walk In (	( ) Call if Problem ( ) After 4:30 ) Will Wait ( ) Mail Out ( ) Mail Out	1-800-432-3028
Name Availability Document Examiner		j.
Updater  Verifier  Acknowledgment	(ert. COP 9	

CR2E031 (R8-85)

W.P. Veritia

#### ARTICLES OF INCORPORATION

OF

C.D.C. PRODUCTS, INC.

#### ARTICLE I - Name

The name of the corporation is:

C.D.C. PRODUCTS, INC.

### ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

#### ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seven Thousand five hundred (7,500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just to be fixed by the Board of Directors of this corporation at any regular or special meeting.

#### ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

# ARTICLE V - Initial Registered Office Agent

The street address of this initial registered and principal office of this corporation is 7830 GRAND CANAL DR.

MIAMI, FLORIDA 33144 and the name of the initial registered agent of this corporation at that address is CARLOS J. FERNANDEZ

This instrument prepred by: George L. Machin, Esq. 4701 West 4 Avenue Hialeah, Florida 33012 Florida Bar No. 335835

-1-

99 MAR -8 AM 10: 06

SECRETARY OF STATE
TALLAHASSEE FLORIDA

# ARTICLE VI - Initial Board of Directors

This corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1 The names and addresses of the initial directors of this corporation are:

CARLOS J. FERNANDEZ 7830 GRAND CANAL DR. MIAMI, FL 33144 ROBERT CRAIG PRICE 312 PINEHAARDT DR. · SELMA, AL 36701 SAMUEL DOUGLAS COLE 4613 TRIPLE CROWN DR.

All of the said directors are of full age.

# ARTICLE VII - Initial Officers

MONTGOMERY, AL 36109

The names and addresses of the officers are as follows:

PRESIDENT:

CARLOS J. FERNANDEZ 7830 GRAND CANAL DR. MIAMI, FL 33144

VICE-PRESIDENT:

ROBERT CRAIG PRICE 312 PINEHAARDT DR. SELMA, AL 36701

TREASURER:

CARLOS J. FERNANDEZ 7830 GRAND CANAL DR. MIAMI, FL 33144

SECRETARY:

CARLOS J. FERNANDEZ 7830 GRAND CANAL DR. MIAMI, FL 33144

# ARTICLE VIII - Incorporator

The name and address of the persons signing these articles are: CARLOS J. FERNANDEZ 7830 GRAND CANAL DR.

MIAMI, FL 33144

# ARTICLE IX - Distribution

The names and addresses of each subscriber of this Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

NAME ADDRESS SHARE

CARLOS J. FERNANDEZ

7830 GRAND CANAL DR. MIAMI, FL 33144

600

# ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately, at the time of subscription and acknowledgement if the articles are filed with the Secretary of State of the State of Florida within five days after subscription and acknowledgement thereof, and are subsequently approved by the Secretary of State of the State of Florida and all filing fees and taxes have been paid.

# ARTICLE XI - Amendment

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

vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24th day of February

J. FERNANDEZ

STATE OF FLORIDA SS COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

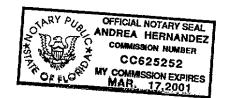
CARLOS J. FERNANDEZ

known to me and known by me to be the persons who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of February , 1999.

at Large

My Commission Expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRSTTHAT C.D.C. PRODUCTS, INC.
(NAME OF CORPORATION)
DESIRING TO ORGANIZED OR QUALIFY UNDER THE LAWS OF OF THE STATE OF FLORIDA
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OFMIAMI
STATE OF FLORIDA , HAS NAMED CARLOS J. FERNANDEZ (STATE) (NAME OF RESIDENT AGENT)
LOCATED AT 7830 GRAND CANAL DR.  (STREET ADDRESS AND NUMBER OF BUILDING)  POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE
CITY OF MIAMI , STATE OF FLORIDA, AS ITS AGENT TO ACCURR
(CITY) TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.
SIGNATURE CONTROLLED C
(CORPORATE OFFICER)
TITLE PRESIDENT
DATE 2/24/39
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 (RESIDENT AGENT)
DATE 2/24/39 AM TO SEE FLOO