

PP9000030613



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 192549 81406A

AUTHORIZATION :

*Patricia Pajot*

COST LIMIT : \$ 70.00

ORDER DATE : April 2, 1999

ORDER TIME : 12:09 PM

ORDER NO. : 192549-005

600002828326--9

CUSTOMER NO: 81406A

CUSTOMER: Mr. Alex Rozenblum  
DYNAMIC PLASTICS, INC.  
DYNAMIC PLASTICS, INC.  
Suite 349  
1440 Coral Ridge Drive  
Pompano Beach, FL 33071

DOMESTIC FILING

NAME: NATIONAL WHOLESALERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:

FILED  
99 APR -2 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dmc  
4/2/99*

RECEIVED  
99 APR -2 PM 1:44

ARTICLE OF INCORPORATION  
OF  
NATIONAL WHOLESALERS, INC.

FILED

99 APR -2 PM 2:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

THE NAME OF THE CORPORATION WILL BE : NATIONAL WHOLESALERS, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THIS STATE

ARTICLE III

1. THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE ONE THOUSAND (1000) SHARES OF COMMON STOCK HAVING \$.001 PAR VALUE.
2. THE CAPITAL STOCK MAY BE PAID FOR WITH PROPERTY, LABOR OR SERVICE AT JUST VALUATION TO BE FIXED BY THE INCORPORATORS, OR BY THE BOARD OF DIRECTORS AT A MEETING CALLED FOR SUCH PURPOSE AT THE ORGANIZATION MEETING.
3. PROPERTY, LABOR OR SERVICES MAY ALSO BE PURCHASED OR PAID FOR WITH CAPITAL STOCK AT A JUST VALUATION OF SAID PROPERTY, LABOR OR SERVICES, TO BE FIXED BY THE DIRECTORS OF THE COMPANY. STOCK IN OTHER CORPORATIONS OR GOING BUSINESSES MAY BE PURCHASED BY THE CORPORATION IN RETURN FOR ISSUANCE OF ITS CAPITAL STOCK AND SAID PURCHASER SHALL BE ON SUCH BASIS AND FOR SUCH CONSIDERATION AND THE ISSUANCE OF SO MUCH OF THE CAPITAL STOCK AS THE DIRECTORS OF THE COMPANY DECIDE.

ARTICLE IV

EXCEPT AS OTHERWISE PROVIDED BY LAW, THE ENTIRE VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUTSTANDING COMMON STOCK.

ARTICLE V

THE EXISTENCE OF THE CORPORATION IS PERPETUAL.

ARTICLE VI

THE STREET ADDRESS OF THE INITIAL REGISTERED AGENT FOR THE CORPORATION AND THE INITIAL STREET ADDRESS OF THE CORPORATION IS : 16110 NW 13TH AVE., MIAMI, FL.33169

THE INITIAL REGISTERED AGENT FOR THE CORPORATION IS: ALEX ROZENBLUM

ARTICLE VII

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY THE BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN ONE NOR MORE THAN NINE PERSONS.

ARTICLE VIII

THE NAME AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS WHO, UNLESS PROVIDED BY THE ARTICLES OF INCORPORATION, OR BY THE BY-LAWS, SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED, ARE AS FOLLOWS:

ALEX ROZENBLUM 16110 NW 13TH AVE., MIAMI, FLORIDA 33169  
MARCOS DROBINER 16110 NW 13TH AVE., MIAMI, FLORIDA 33169

ARTICLE IX

THE NAME AND ADDRESSES OF THE PARTIES SIGNING THE ARTICLES OF INCORPORATION AS SUBSCRIBERS ARE AS FOLLOWS:

ALEX ROZENBLUM 16110 NW 13TH AVE., MIAMI, FLORIDA 33169

ARTICLE X

THE BOARD OF DIRECTORS SHALL BE ELECTED AT THE ANNUAL MEETING OF THE SHAREHOLDERS OF THE CORPORATION BY A MAJORITY VOTE OF THOSE SHAREHOLDERS ATTENDING SAID MEETING IN PERSON OR BY PROXY.

ARTICLE XI

SHARES OF THE CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE FOLLOWING AMOUNTS SET OPPOSITE THEIR NAME.

ALEX ROZENBLUM 500 SHARES  
MARCOS DROBINER 500 SHARES

ARTICLE XII

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR ANY BOARD OF DIRECTOR OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULLEST EXTENT OF THE LAW.

ARTICLE XIII

EVERY SHAREHOLDER UPON THE SALE FOR CASH OR ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS, OR SERIES AS THAT WHICH HE ALREADY HOLDS SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARES THEREOF AT THE PRICE AT WHICH IT IS OFFER TO OTHERS.

ARTICLE XIV

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

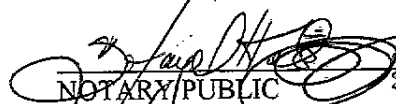
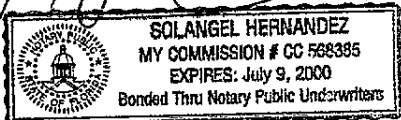
IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 1<sup>ST</sup> DAY OF APRIL, 1999

  
ALEX ROZENBLUM (SEAL)

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND SET FORTH ABOVE, PERSONALLY APPEARED ALEX ROZENBLUM, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THOSE ARTICLES OF INCORPORATION

I WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY SEAL, IN THE STATE AND COUNTY AFORESAID THIS 1<sup>ST</sup> DAY OF April, 1999

  
NOTARY PUBLIC Solangel Hernandez  
  
SOLANGEL HERNANDEZ  
MY COMMISSION # CC 568335  
EXPIRES: July 9, 2000  
Bonded Thru Notary Public Underwriters

MY COMMISSION EXPIRES:

HAVING BEEN NAMED INITIAL REGISTERED AGENT FOR THE ABOVE STATED CORPORATION, AT THE INITIAL REGISTERED OFFICE DESIGNATED, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF CHAPTER 607, FLORIDA, STATUS, RELATIVE TO KEEPING OPEN SAID OFFICE.

  
ALEX ROZENBLUM