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April 29, 1999

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-05/10/99--01121--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: B'SMFT WHOLESALE & DISTRIBUTING, INC.

Dear Sir or Madam:

Enclosed please find original and two (2) copies of the above mentioned Articles of Incorporation. Please record them and return to us a certified copy. We have also enclosed our trust account check in the amount of \$78.75 to complete this process.

If you need anything further, please do not hesitate to contact us directly.

Very truly yours,

Ashlie Stoken for  
Stephen Covert

:ash  
Enclosure

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FILED  
99 MAY 10 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**B'SMFT WHOLESALE & DISTRIBUTING, INC.**

**FILED**  
99 MAY 10 PM 12: 02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

B'SMFT WHOLESALE & DISTRIBUTING, INC.

The address of the principal office of this corporation shall be 8106 Damascus Drive, Palm Beach Gardens, Florida 33418, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, and the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8106

Damascus Drive, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of the corporation at that address is Ray A. Maiwurm.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successors is elected or appointed is:

Ray A. Maiwurm	8106 Damascus Drive
Dir./Pres./Sec./Treas.	Palm Beach Gardens, FL 33418

ARTICLE VII. INCORPORATOR

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

Ray A. Maiwurm  
8106 Damascus Drive,  
Palm Beach Gardens, Florida 33418

IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal on  
April 15, 1999.

B'SMFT WHOLESALE &  
DISTRIBUTING, INC.

By: Ray A. Maiwurm  
RAY A. MAIWURM

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

RAY A. MAIWURM, an individual, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of the Registered Agent under Section 607.0505, Florida Statutes.

B'SMFT WHOLESALE &  
DISTRIBUTING, INC.

By: Ray A. Maiwurm  
RAY A. MAIWURM

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