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From: Account Name : BERGER DAVIS & SINGERMAN  
Account Number : I19990000048  
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FLORIDA PROFIT CORPORATION OR P.A.

Preferred Distributorship, Inc.

Certificate of Status	0
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Page Count	04
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
PREFERRED DISTRIBUTORSHIP, INC.  
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is Preferred Distributorship, Inc.

**ARTICLE II**

**ADDRESS**

The mailing address of the Corporation is:

7779 Mandarin Drive  
Boca Raton, Florida 33433

**ARTICLE III**

**COMMENCEMENT OF CORPORATE EXISTENCE**

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

**ARTICLE IV**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Prepared by:

Leonard K. Samuels, Esq.

Berger Davis & Singerman

100 N.E. 3rd Ave., #400

Fort Lauderdale, FL 33301

Tel. No. 954-525-9900

Florida Bar No. 501610

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ARTICLE VCAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VIINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Berger Davis & Singerman, 100 N.E. 3<sup>rd</sup> Avenue, #400, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is Leonard K. Samuels.

ARTICLE VIIINITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
GERARD E. SARVIS	7779 Mandarin Drive Boca Raton, Florida 33433
GUY REGALADO	7779 Mandarin Drive Boca Raton, Florida 33433

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**ARTICLE VIII**

**INCORPORATOR**

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
LEONARD K. SAMUELS	Berger Davis & Singerman 100 N.E. 3 <sup>rd</sup> Avenue, #400 Fort Lauderdale, Florida 33301

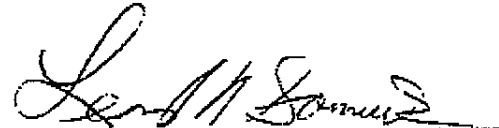
**ARTICLE IX**

**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

10th day of June, 1999

  
**LEONARD K. SAMUELS**  
Incorporator

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF BROWARD                )

Sworn to and subscribed before me this 10th day of June, 1999, by LEONARD K. SAMUELS.

( X ) Personally known to me; or

( ) Produced Identification; Type of Identification produced \_\_\_\_\_

NOTARY PUBLIC:

Sign: *Robin L. Goldston*  
Print Name: Robin L. Goldston  
Commission No.: CC 579802  
My Commission Expires: 12/26/00



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial Registered Agent of PREFERRED DISTRIBUTORSHIP, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 obligations of my position as the initial Registered Agent of PREFERRED DISTRIBUTORSHIP, INC.

Date: June 10, 1999

*Leonard K. Samuels*  
**LEONARD K. SAMUELS**  
Initial Registered Agent

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