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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003033
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Interpro Distributing, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Interpro Distributing, Inc.

Article II. Address

The mailing address of the Corporation is:
Interpro Distributing, Inc.
1515 East Broward Blvd.
Unit 322
Fort Lauderdale FL 33301

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Enterprises Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Joann Lombardi
Peter C. King

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

James A. Gale | FL Bar Member 371726
Feldman, Gale and Webber
201 South Biscayne Boulevard
Miami FL 33131-4332
305-358-5001

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

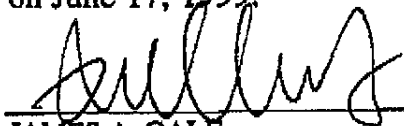
The name and address of the incorporator is:

James A. Gale
Feldman, Gale and Webber
201 South Biscayne Boulevard
Miami FL 33131-4332

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 17, 1999.

The undersigned incorporator executed these Articles of Incorporation on June 17, 1999.



JAMES A. GALE

by L.A. Uriarte as attorney-in-fact

James A. Gale | FL Bar Member 371726
Feldman, Gale and Webber
201 South Biscayne Boulevard
Miami FL 33131-4332
305-358-5001

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

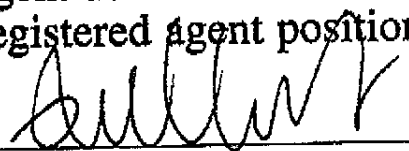
Interpro Distributing, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises Inc.
941 Fourth Street #200
Miami Beach FL 33139

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS ENTERPRISES INC.
by L.A. Uriarte as attorney-in-fact

Date: June 17, 1999

James A. Gale | FL Bar Member 371726
Feldman, Gale and Webber
201 South Biscayne Boulevard
Miami FL 33131-4332
305-358-5001

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