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OFFICE USE ONLY (Document #)

LAMARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-06/28/99--01080--013

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ABC WHOLESALERS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
ABC WHOLESALERS, INC.**

***The undersigned incorporator (s) hereby forms the following corporation
under the laws of the State of Florida:***

**ARTICLE I
NAME:**

ABC WHOLESALERS, INC.

ARTICLE II

PURPOSE:

***The corporation is organized to engage in any and all business
permitted under the laws of the State of Florida.***

**ARTICLE III
CAPITAL STOCK:**

***The maximum number of shares of stocks which this corporation is
authorized to issue is 100 shares of \$1.00 par value, common stock. Said
shares of stock may be issued only for a consideration having a fair value as
may be determined by the board of directors.***

**ARTICLE IV
TERM OF EXISTENCE:**

***This corporation is to exist perpetually from the date these Articles are
filed with the Department of State, subject to the laws of the State of Florida.***

**ARTICLE V
REGISTERED AGENT AND OFFICE:**

***This initial Registered Agent and the principal address of the initial
Registered Office of this corporation shall be:***

NOEL DE LA CRUZ

**12260 SW 8TH STREET #114
Miami, Fl. 33184**

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TALLAHASSEE FLORIDA

ARTICLE VI

DIRECTORS:

This corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director of the corporation is:

***Noel de la Cruz
599-40-8412
12260 SW 8th St. #114
Miami, Fl. 33184***

**ARTICLE VII
INCORPORATORS:**

The names and street address of the incorporators are:

<i>Noel de la Cruz, President, Treasurer -</i>	<i>Virgilio Torres, Secretary</i>
<i>12260 S.W. 8th St. #114</i>	<i>12260 S.W. 8th St. #114</i>
<i>Miami, Fl. 33184</i>	<i>Miami, Fl. 33184</i>
<i>599-40-8412</i>	<i>266-27-0883</i>

**ARTICLE VIII
PREEMPTIVE RIGHTS:**

Every shareholder, upon the sale for cash of 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX
CUMULATIVE VOTING:**

At each election for Directors, cummulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

**ARTICLE X
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 at least a majority of the stock entitled to vote, unless all of the directors and all of 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 incorporator has hereunto set its hands and seals this 24 ***day of*** June ***1999.***



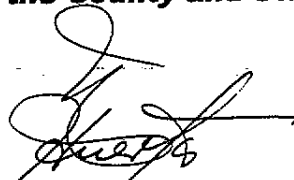
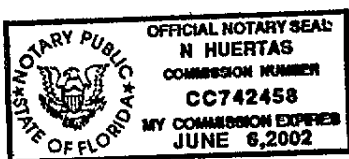
NOEL DE LA CRUZ



VIRGILIO TORRES

**STATE OF FLORIDA {
COUNTY OF DADE{ SS:**

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Noel de la Cruz to me known to be the person (s) described in and executed the foregoing instrument and acknowledged before me that he executed the same. WITNESS my hand and official seal in the County and State last aforesaid this 24 ***day of*** June ***1999.***



**NORKI HUERTAS
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE**

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.



**NOEL DE LA CRUZ
REGISTERED AGENT**

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