

P99000060603

WFRANCO
ATL
2225 SW 57 AVE #13
Hollywood FL 33025

Office Use Only

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<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

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 17, 1999

WALTER STEVEN FRANCO
2225 S.W. 57TH AVENUE, #13
HOLLYWOOD, FL 33026

SUBJECT: AROUND THE CLOCK DISTRIBUTION SERVICE, INC.
Ref. Number: W99000014172

We have received your document for AROUND THE CLOCK DISTRIBUTION SERVICE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please title your document Articles of Incorporation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 399A00032586

Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being of full age, desiring to incorporate a business corporation under the provisions of the Florida Business Corporation Act, does hereby certify that:

1. The name of the corporation is Around The Clock Distribution Service, Inc. (a closed corporation)
2. The physical location is: Hollywood, FL
3. The post office address of its principle office in the Commonwealth of Florida is:
2225 SW 57th Avenue #13
Hollywood, FL 33026
4. The purpose or purposes for which the corporation is incorporated are to provide distribution services and newspaper rack fabrication.
5. The authorized capital stock of Around The Clock Distribution Service, Inc. consists of three hundred shares of common stock at a par value of the nominal fee of \$1.00 (ONE-DOLLAR) PER SHARE.
6. The name and post office address of the incorporators and the number of shares subscribed to them are:

Walter Steven Franco
2225 SW 57th Avenue #13
Hollywood, FL 33026
300 shares/common stock
President/CEO
7. The corporation shall conduct business under the guidance and direction of the Board of Directors (names listed in #6).
8. All issued shares of the corporation shall be held of record by not more than three (3) persons.
9. Unless the board of Directors shall otherwise direct, any action, which may be taken at a meeting of the shareholders, or of a class of shareholders, may be taken without a meeting.
10. The corporation shall make no offering of its shares which would constitute a "Public Offering" within the meaning of the Securities Act of 1993.

This Provision shall not be amended or modified unless approved by vote of the shareholders and by the recommendation of the Board of Directors.

The undersigned incorporators have executed these Articles of Incorporation this 15th day of

April, 1999.

Walter Franco

Signature - Walter Steven Franco

Certificate of Designation
Registered Agent/ Registered Office

Ref # W99000014172

Pursuant to provisions of Section 607.0501 Florida Statutes, the undersigning corporation organized under the laws of the state of Florida submits the following statement in designating the registered office/registered agent in the state of Florida.

That Around The Clock Distribution desiring to organized under the laws of the state of Florida with its principle office as indicated in the articles of incorporation has named Melissa Franco 5264 NW 116th Ave. Coral Springs, Fl. 33076 located in the city of Coral Springs County of Broward as its agent to accept service of process.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Melissa Franco

Walter Franco

President

WALTER FRANCO

Melissa Franco

Registered Agent

MELISSA FRANCO