

Division of Corporations

https://ccfssl.dos.state.fl.us/scripts/cfilecovr.exe

P99000095731

RECEIVED

99 OCT 29 PM 4:43

DIVISION OF CORPORATIONS

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000027542 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : RUIZ & CO., INC.  
Account Number : 110116001462  
Phone : (305) 828-1277  
Fax Number : (305) 828-6855

To:

FLORIDA PROFIT CORPORATION OR P.A.

DISTRILIBROS CORP.

Certificate of Status	1
Unfiled Copy	0
Page Count	03
Estimated Charge	\$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 29 AM 8:49

B. McKnight NOV - 1 1999

Aud# H99000027542-2

**ARTICLES OF INCORPORATION  
OF  
DISTRILIBROS CORP.**

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be: **DISTRILIBROS CORP.**  
The principal place of business of this corporation shall be: 1665 West 68 Street, Ste # 108  
Hialeah, Florida 33014

**ARTICLE II NATURE OF BUSINESS**

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

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: **(1000) ONE THOUSAND @ \$ .10 par value per share.**

In the event that any shareholder desires to sell any part of their holdings to an individual not a signatory to this instrument, shall obtain such bona fide offers as they may desire, and report the offers in writing to the secretary, shall mark the offer which they desire to accept. The secretary shall then notify all of the signatories of the proposed offer, and any signatory shall be entitle to a right of first refusal to purchase the shares on the same terms as the accepted offer within 60 Days.

**ARTICLE IV TERM OF EXISTENCE**

This Corporation is to exist perpetually.

Page 1

This Doc. Prepared by: Ruiz & Co., Inc.  
1665 W. 68 St. #206, Hialeah, FL 33014  
(305) 828-1277

Aud# H99000027542-2

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 29 AM 8:49

Aud# H99000027542-2

**ARTICLE V OFFICERS DIRECTORS**

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Rafael A. Romero  
Ricardo E. Romero  
1665 West 68 Street, Ste #108  
Hialeah, Florida 33014

**ARTICLE VI AMENDMENT**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon the shareholders herein are subject to this reservation.

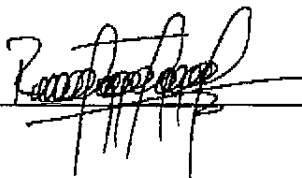
**ARTICLE VII INCORPORATOR(S)**

The name(s) and street address(es) of the Incorporator(s) to this articles of incorporation is (are):

Rafael A. Romero  
1665 West 68 Street, Ste #206  
Hialeah, Florida 33014

IN WITNESS WHEREOF, the undersigned Incorporator(s) has (have) executed these Articles of Incorporation this 27th day of October, 1999.

Signature(s) of Incorporators(s)

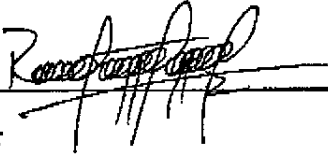
  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Aud# H99000027542-2

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned 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.

- 1. The name of the corporation is: **Distrilibros Corp.**
- 2. The name and address of the registered agent and office is: **Rafael A. Romero**  
1665 West 68 Street, Ste # 108  
Hialeah, Florida 33014

SIGNATURE 

TITLE : Officer

DATE: October 27th, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: 

DATE: October 27th, 1999

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 99 OCT 29 AM 8:49