

P95000027671

Dept. of State,

March 29, 1995

We would appreciate a certified copy of our Articles of Incorporation being sent to the address below.

Thank you,

Teresa Smith
Teresa Smith

EFFECTIVE DATE

MAR 29 1995

America's Pride
34710 Clayton Rd
Dade City, FL 33525
(904)567-9880

700001447147
-04/04/95--01068--018
****122.00 ****122.00

APR 7 1995 BSB

FILED
05 APR -3 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AMERIPRIDE DISTRIBUTION, INC.**

**ARTICLE I
CORPORATE NAME AND ADDRESS**

The name of the corporation is **AMERIPRIDE DISTRIBUTION, INC.** The principal address of the corporation is : **34710 Clayton Road, Dade City, Florida 33525**

**ARTICLE II
DURATION; EFFECTIVE DATE**

FILED
95 APR -3 AM 9: 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
MAR 29 1995

This corporation shall exist perpetually, commencing as of March 29, 1995.

**ARTICLE III
PURPOSES**

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue ONE MILLION (1,000,000) shares of common stock.

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows:

Teresa S. Smith
34710 Clayton Road
Dade City, FL 33525

The registered Agent states that she is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1).

ARTICLE VII
INCORPORATOR

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

Teresa S. Smith
34710 Clayton Road
Dade City, FL 33525

ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX
BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X
PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights for the shareholders of this corporation. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XI
CUMULATIVE VOTING

In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that notice shall be given by any shareholder to the President or Vice-President of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of the corporation.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 29 day of March, 1995.

Teresa Smith

**TERESA S. SMITH, Incorporator and
Registered Agent**

STATE OF FLORIDA)
COUNTY OF Pasco)

The foregoing instrument was acknowledged before me this 29th day of March, 1995, by **TERESA S. SMITH**, who is personally known to me or who has produced personally known as identification and who did take an oath.

NOTARY PUBLIC:

Sign: Shirley J. Holladay

My commission Expires:

Print: _____
State of Florida at Lar

Commission No.:



PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 OCT 10 AM 9:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000027671**

1. Corporation Name

AMERIPRIDE DISTRIBUTION, INC.

Principal Place of Business

34710 CLAYTON RD
DADE CITY FL 33525

Mailing Address

34710 CLAYTON RD
DADE CITY FL 33525



REINSTATEMENT *96*

If above addresses are incorrect in any way, line through incorrect information and enter correction below

2. New Principal Office Address, If Applicable

3. New Mailing Office Address, If Applicable

4. Date Incorporated or Qualified To Do Business in Florida

03/29/1995

Suite, Apt. #, etc

Suite, Apt. #, etc

5. FEI Number

59-3322155

Applied For

Not Applicable

City & State

City & State

Zip

Country

Zip

Country

6. CERTIFICATE OF STATUS DESIRED

\$8.75 Additional Fee required for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Titles	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
Pres.	Steven C Smith	34710 Clayton Rd Dade City, FL 33525	

300001980243--5
-10/18/96--01075--020
****375.00 ****375.00

JB10-17-96

8. Name and Address of Current Registered Agent

SMITH, TERESA S
34710 CLAYTON RD
DADE CITY FL 33525

9. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, Etc.
City
State **FL** Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

Teresa S Smith

REGISTERED AGENT MUST SIGN

Date

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No

(See other side for information on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

Steven C Smith
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

10/07/96

352-523-2911

Date Daytime Phone #

CR2E040 (7/96)