

P96000026192

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300001750343
-03/20/96--01008--003
*****78.75 *****78.75

SUBJECT: NEWBERRY BROTHERS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Thomas E. Newberry, Jr.
Name (printed or typed)

21735 S.W. 99 Pl.
Address

Miami, Fl. 33190
City, State & Zip

305-258-3180
Daytime Telephone number

STATE OF FLORIDA
TALLAHASSEE, FLORIDA
96 MAR 19 PM 3:00

NOTE: Please provide the original and one copy of the articles.

GB 3/25/96

ARTICLES OF INCORPORATION

96 MAR 19 PM 04:00
STATE OF FLORIDA
TALLAHASSEE

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

ARTICLE I NAME

The name of the corporation shall be:

NEWBERRY BROTHERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

765 E. Washington St.
Monticello, Fl. 32345

P.O.B. 316
Monticello, Fl. 32345

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares @ \$.001 par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Thomas E. Newberry, Jr.
765 E. Washington St.
Monticello, Fl. 32345

ARTICLE V INCORPORATOR(S)
See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Thomas E. Newberry, Jr.
765 E. Washington St.
Monticello, Fl. 32345

Charles M. Newberry
765 E. Washington St.
Monticello, Fl. 32345

Indemnification Provision:

Liability limited to Newberry Brothers, Inc. assets.
Shareholders and Officers assume no personal liabilities.

Shares:

500 shares @ \$.001 par value will be issued each to Thomas E.
Newberry, Jr. and Charles M Newberry.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

13th day of March, 1996.

(An additional article must be added if an effective date is requested.)



Signature



Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: NEWBERRY BROTHERS, INC.

2. The name and address of the registered agent and office is:

Thomas E. Newberry, Jr.
(NAME)

765 E. Washington St.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Monticello, Fl. 32345
(CITY/STATE/ZIP)

RECEIVED
MARCH 13 1996
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Thomas E. Newberry, Jr.
(SIGNATURE)

3/13/96
(DATE)

P96000026192

NEWBERRY BROTHERS INC.

PHONE 1-305-289-3229

600002128886--9
-03/31/97--01140--006
*****35.00 *****35.00

Office Use Only

P.O. Box 553
MIAMI FL 33170

OFFICER(S), (if known):

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Certificate of Status
- Photocopy

NEW FILINGS	
<input 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

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Fidiss
3-31-97

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: NEWBERRY BROTHERS, INC.

SECOND: The date dissolution was authorized: 1/1/97

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

Signed this 1ST day of MARCH, 19 97

Signature Charles M. Newberry
(By the Chairman or Vice Chairman of the Board, President, or other officer)

CHARLES M. NEWBERRY
(Typed or printed name)

President
(Title)