

430595

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

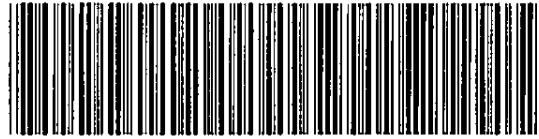
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_    Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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430595

C-411

DAMOR DISTRIBUTING CO.

H. ALLYN KX IRWIN  
JAX

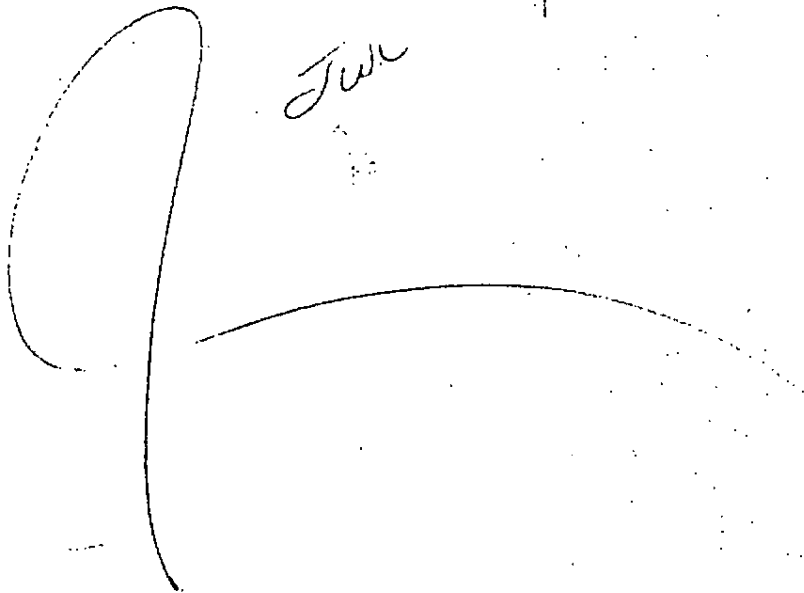
7/12/73

*cc: WB  
7/16/73*

4 30595

FILED  
JUL 13 4 00 PM '73  
OFFICE OF THE STATE  
PALM BEACH COUNTY, FLORIDA

*JW*





RICHARD (DICK) STONE  
SECRETARY OF STATE

STATE OF FLORIDA  
**Department of State**  
THE CAPITOL  
TALLAHASSEE 32304

ROY L. ALLEN, DIRECTOR  
DIVISION OF CORPORATIONS  
904/488-3140  
(TWX) 818/931-8077

H. Allyn Irwin, Esquire  
3537 Blending Blvd.  
Jacksonville, Florida 32210

July 16, 1973

Subject: DAVIS DISTRIBUTING CO.

A refund for \$69.00 is enclosed for the reason checked:

1.  Withdrawal of charter.
2.  Overpayment of filing fee.
3.  Charter not of record in this office.
4.  Overpayment of certification fee.
5.  Filing fee previously paid.
6.  No fee required.
7.  No response to our letter of
8.  Overpayment of charter tax.
9.  Comments:

If you have any questions regarding this matter, please let us know.

corp-77  
1-9-71

REQUISITION FOR REFUND

This money was originally received per validator stamp as follows:

Date	Validation No.	Machine No.	Dept. No.	Amount
7/12/73	62100	1	5	\$269.00

Requested by: \_\_\_\_\_  
(Head of Department)

For use by Fiscal Department

Paid by Revolving Fund Check No. \_\_\_\_\_

gen-1  
4-30-63

Dated \_\_\_\_\_ Amount \_\_\_\_\_

M. ALLYN IRWIN  
 ATTORNEY AT LAW  
 3837 BLANDING BOULEVARD  
 JACKSONVILLE, FLORIDA 32210  
 TELEPHONE 771-9280

July 11, 1973

Secretary of State  
 Capital Building  
 Tallahassee, Florida 32304

RE: Articles of Incorporation  
 Damor Distributing Co.

Dear Sir:

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation. JUL 12 8 - 62400 \*\*\*\*\*3  
JUL 12 5 - 62300 \*\*\*\*\*10  
JUL 12 5 - 62200 \*\*\*\*\*15  
JUL 12 5 - 62100 \*\*\*\*\*269

The duplicate copy has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it.

A check in the amount of \$287.00 is enclosed in payment as follows:

Charter tax	\$184.00
Filing	15.00
Certified copy	10.00
Resident agent fee	3.00
Privilege tax	75.00
	<u>\$287.00</u>

FILED  
 JUL 13 4 30 PM '73  
 DEPARTMENT OF STATE  
 TALLAHASSEE, FLORIDA

Sincerely yours,

*H. Allyn Irwin*  
 H. Allyn Irwin

HAI:n1  
 Enclosure

PRIVILEGE TAX	
C. TAX	269
FILING	15
C. COPY	10
R. A. FEE	3
P. COPY	
SEARCH	
TOTAL	287
BALANCE DUE	
REFUND	69

CT 200

*mb*

ARTICLES OF INCORPORATION  
OF  
DAMOR DISTRIBUTING CO.

WE, THE UNDERSIGNED, all being of full age, do hereby associate ourselves together, and do hereby agree for ourselves, our associates and our assigns, to become a corporation for profit under the laws of the State of Florida, of the United States of America, by and under the provisions and statutes of that State, providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, and hereby make, subscribe and acknowledge and file these Articles of Incorporation as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is DAMOR DISTRIBUTING CO.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be to carry on any business, occupation, undertaking or enterprise and to exercise any power of authority which may be done by a private corporation organized and existing under and by virtue of Chapter 608, Florida Statutes, 1971, and it is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 608, Florida Statutes, 1971. It is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state fair or exposition.

FILED  
JUN 13 4 00 PM '73  
TALLAHASSEE, FLORIDA

ARTICLE III

CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$100.00 per share. The common stockholders of this corporation may enter into written agreements subjecting the disposition or transfer of all or any common stock of this corporation to reasonable restraints by sale, assignment, pledge, will, inter vivos gift, or any other method of transfer or encumbrance of said common stock. Holders of common stock may include in their agreements between themselves the following as matters of agreement.

(a) Any reasonable limitation upon the transferability, assignment, or pledge of said common stock.

(b) The conferring of pre-emptive rights of purchase upon officers and/or common stockholders as conditions precedent to the sale, assignment, bequest, gift or pledge of said common stock.

In the event that the holders of common stock of this corporation enter into an agreement wherein they impose reasonable restraints upon the transferability of the common stock of this corporation, such stock shall not be eligible for transfer on the books of this corporation, unless and until all of the terms and conditions of such agreement are met.

ARTICLE IV

INITIAL CAPITAL

The amount of capital which this corporation will begin business is \$46,000.00

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 555 East Third Street, Jacksonville, Florida 32206. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have two directors, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

The names and post office addresses of the members of the first Board of Directors are:

David F. Morris	5103 Santa Cruz Lane Jacksonville, Florida 32210	President
Betty W. Morris	5103 Santa Cruz Lane Jacksonville, Florida 32210	Secretary- Treasurer

ARTICLE VIII

SUBSCRIBERS

The names and post office addresses of each subscriber of these Articles of Incorporation are:

David F. Morris	5103 Santa Cruz Lane Jacksonville, Florida 32210
Betty W. Morris	5103 Santa Cruz Lane Jacksonville, Florida 32210

ARTICLE IX

AMENDMENTS

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 stockholders meeting by a majority of the stock  
entitled to vote thereon, unless all the directors and all the  
stockholders sign a written statement manifesting their intention  
that a certain amendment of these Articles of Incorporation be  
made.

*David F. Morris*  
\_\_\_\_\_  
David F. Morris

*Betty W. Morris*  
\_\_\_\_\_  
Betty W. Morris

STATE OF FLORIDA

COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary  
Public duly authorized in the State and County named above to take  
acknowledgments, personally appeared David F. Morris and Betty W.  
Morris, to me known to be the persons described as subscribers in  
and who executed the foregoing Articles of Incorporation, and  
acknowledged before me that they subscribed to those Articles of  
Incorporation.

Witness my hand and official seal in the County and  
State named above this 30<sup>th</sup> day of June, 1973.

*J. Tully Jr.*  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large.  
My commission expires:  
May 31, 1975.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITH THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First--That Danor Distributing Co., desiring to organize  
under the laws of the State of Florida, with its principal office,  
as indicated in the articles of incorporation at City of  
Jacksonville, County of Duval, State of Florida, has named David  
F. Morris located at 555 East Third Street, City of Jacksonville,  
County of Duval, State of Florida, as its agent to accept service  
of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above stated corporation, at place designated in this certificate,  
I hereby accept to act in this capacity, and agree to comply  
with the provision of said Act relative to keeping open said  
office.

By David F. Morris  
David F. Morris  
Resident Agent

1 430595  
CHARTER NUMBER

2 7/13/73  
DATE INC. OR IF FOREIGN  
DATE QUALIFIED IN FLA.

**ANNUAL REPORT**  
FOR CORPORATIONS AND  
OTHER ENTITIES

VALIDATION AREA - DO NOT WRITE IN THIS SPACE  
FEES - \$5.00

3 EXACT NAME  
Damor Distributing Company

SECRETARY OF STATE  
RICHARD (DICK) STONE  
P.O. BOX 6327  
TALLAHASSEE, FLA. 32301

DUE JAN 1, DELINQUENT JULY 1,  
PAGE 1

4 FED. EMP. LD. NO. 59-1474127  
5 SICC 5180  
(SEE PAGE 4)

**CORRECTIONS AND ADDITIONAL INFORMATION-PLEASE TYPE**

4a FED. EMPLOYER ID. NO. 5a SICC (SEE PAGE 4)

6 RESIDENT AGENT  
David F. Morris

5b 555 East Third Street  
Jacksonville, Florida 32206

7 OFFICERS/DIRECTORS NAMES CITY / STATE  
David F. Morris Jacksonville, Fla Pres  
Ingrid J. Cobb Jacksonville, Fla S/T

7a OFFICERS/DIRECTORS STREET ADDRESS TITLE

8 FISCAL CLOSE OF ACCOUNTING PERIOD 8

8a FISCAL CLOSE OF ACCOUNTING PERIOD (MONTH)

9 MAILING ADDRESS  
P. O. Box 3367, Station F  
Jacksonville, Florida 32206

9a 555 East Third St  
Jacksonville, Fla 32206

10 PRIMARY STOCK  
AUTH. STK. 500 PAR VALUE \$100.00

10a CAPITAL STOCK (FOR MEMBER'S BOOK VALUE OF ALL CERTIFICATES OF INTEREST OR PARTICIPATION)  
CLASS OR TYPE PAR, NO PAR, OR STATED VALUE SHARES AUTHORIZED

I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES; I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.

AUTHORIZED SIGNATURE *David F. Morris*  
11 TITLE *Pres.* TEL. NO. 353-7389

10b IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED  
N/A

12 RESIDENT AGENT SIGNATURE

PLEASE READ INSTRUCTIONS ON PAGE 2  
FILING FEES \$5.00 PROFIT ENTITY \$2.00 NON PROFIT

**CORPORATION  
ANNUAL REPORT**

MAY 23-75 1 015-\*\*\*\*\*PC

1 CHARTER NUMBER <b>430595</b>	2 DATE INC. OR FOREIGN DATE QUALIFIED IN FLA. <b>07/13/1973</b>	3 SICC ALL ENVELOPE BACK <b>5180</b>	YEAR OF LAST REPORT FILED BY THIS OFFICE <b>1974</b>
4 FED EMPLOYER ID. NO. <b>59-1474127</b>	5 FISCAL CLOSE OF ACCOUNTING PERIOD (MO) <input type="checkbox"/>	6 CHANGE TO	YEAR(S) THIS REPORT COVERS <b>1975</b>
7 CHANGE TO	8 CHANGE TO	9 CHANGE TO	

6 **DAMOR DISTRIBUTING CO.**

EXACT NAME

APPROVED AND FILED  
MAY 12 12 11 PM '75  
FLORIDA DEPT. OF STATE  
CORPORATIONS DIVISION  
TALLAHASSEE, FLORIDA

7 RESIDENT AGENT AND STREET ADDRESS  
**MORRIS, DAVID F  
555 EAST THIRD ST  
JACKSONVILLE, FL 32206**

PLEASE READ INSTRUCTIONS ON BACK

8 **430595  
DAMOR DISTRIBUTING CO.  
555 EAST THIRD ST  
JACKSONVILLE, FL 32206**

9a CHANGE TO

9b P.O. BOX

10 OFFICERS/DIRECTORS NAMES	STREET ADDRESS	CITY / STATE	TITLE(S)
MORRIS, DAVID F		JACKSONVILLE, FL	PRES DIR
<del>XXXXXXXXXXXX</del>		<del>JACKSONVILLE, FL</del>	<del>TRES SEC</del>
<del>XXXXXXXXXXXX</del>		<del>JACKSONVILLE, FL</del>	<del>DIR DIR</del>
Matthews, Ralph L.		Jacksonville, Fla.	Tres Sec
Matthews, Ralph L.		Jacksonville, Fla.	DIR DIR

11 CAPITAL STOCK  
**500 SHARES @ \$ 100.00**

12 CAPITAL STOCK FOR NUMBER & BOOK VALUE OF ALL CERTIFICATES OF INTEREST OR PARTICIPATION ISSUED BY ORGANIZATION  
L. ASSGN TYPE PAR NO PAR OR QUOTED VALUE SHARES AUTHORIZED NUMBER BOOK VALUE

13 IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS, BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED

I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.

AUTHORIZED SIGNATURE *David Morris*

TITLE **PRES** ID# NO **7537387**

DATE **4-28-75**

CORP ARTS

corp-44

No. 430595

DUVAL BEVERAGE DISTRIBUTORS, INC.

Capital Stock, \$ 500 sh com @ \$100.00

Principal Office Jacksonville Filed 7-13-73

Filed By ORIGINAL NAME: DAMOR DISTRIBUTING CO.

(a) AMEND AUTH PRES NAME and AMENDING ART II & ART III,  
inc cap stk to 500 sh com @ \$100.00 and 2,000 sh  
8% non-cum, particip pref @ \$100.00; filed 5-10-76

JH  
5-11-76

430595 (a)

No. 4 30595

DANOR DISTRIBUTING CO.

Capital Stock 500 sh com at \$100

NAME CHANGE

Principal Office Jacksonville

Filed July 13, 1973

Filed By

- (a) AMEND CHANGE NAME TO: DUVAL BEVERAGE DISTRIBUTORS, INC. and AMENDING ART II & III, inc cap stk to 500 sh com @ \$100.00 and 2,000 sh 8% non-cum, particip pref @ \$100.00; filed 5-10-76

NAME CHANGE

430595(a)

Microfilm only

LAW OFFICES  
**FOERSTER AND HODGE**  
 137 FLORIDA NATIONAL BANK BUILDING  
 JACKSONVILLE, FLORIDA 32202

DAVID W. FOERSTER  
 JAMES E. HODGE  
 JOHN D. RAWLS

(904) 355-2343

OCEAN OFFICE PLAZA  
 302 THIRD STREET  
 NEPTUNE BEACH, FLORIDA 32233  
 (904) 249-8244

May 6, 1976

Secretary of State  
 Corporate Division  
 Tallahassee, Florida 32304

MAY -7-76 #2 48300 \*\*\*\*3.00  
 MAY -7-76 #2 48200 \*\*\*\*15.00  
 MAY -7-76 #2 48100 \*\*\*\*15.00  
 MAY -7-76 #2 48000 \*\*\*\*375.00

Re: Damor Distributing Co.

Dear Sir:

Enclosed herewith please find Articles of Amendment covering the above named corporation which we ask that you please file, and thereupon issue a certified copy thereof, returning same to the undersigned.

Also enclosed herewith is our firm check in the amount of \$408.00 to cover the following:

- |                                                                                                                                                 |          |
|-------------------------------------------------------------------------------------------------------------------------------------------------|----------|
| A.) Filing Articles of Amendment                                                                                                                | \$ 15.00 |
| B.) Certified copy of Articles of Amendment                                                                                                     | 15.00    |
| C.) Filing Amended Certificate Designating Resident Agent                                                                                       | 3.00     |
| D.) Capital stock tax covering the additional 2,000 shares of preferred stock with a par value of \$100.00 a share as set forth in Article III. | 375.00   |

AMOUNT	375
TAXES	15
FEES	6
POSTAGE	3
TOTAL	408
BALANCE DUE	

FILED  
 MAY 10 2 36 PM 1976  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

Secretary of State  
May 5, 1976  
Page Two

Please note that the name of the corporation is being changed to Duval Beverage Distributors, Inc. Articles of Dissolution of an existing corporation, known as Duval Beverage Distributors, Inc. is this day being forwarded for filing, thereby permitting the use of this name as per the above referred to Articles of Amendment.

Yours very truly,

FOERSTER and HODGE



David W. Foerster

DWF:sdb

Enclosures



Secretary of State

STATE OF FLORIDA  
THE CAPITOL  
TALLAHASSEE 32304

Mar 10, 1976

BRUCE A. SMATHENS  
SECRETARY OF STATE

TELEPHONE NUMBER  
904/488-3140

David W. Foerster  
937 Florida National Bank Bldg.  
Jacksonville, Fl. 32202

NUMBER: 430595

SUBJECT: AMEND FROM: DANOR DISTRIBUTING CO.  
CORRECTED TO: DUVAL BEVERAGE DISTRIBUTORS, INC.  
THIS WILL ACKNOWLEDGE RECEIPT AND FILING OF THE FOLLOWING  
DOCUMENTS:

- 1. CHECK IN THE AMOUNT OF \$ 438.00
- 2. ARTICLES OF INCORPORATION FILED
- 3. AMENDMENT TO ARTICLES OF INCORPORATION FILED 5-10-76
- 4. ARTICLES OF MERGER OR CONSOLIDATION FILED
- 5. CERTIFICATE OF WITHDRAWAL FILED
- 6. LIMITED PARTNERSHIP FILED
- 7. TRADEMARK APPLICATION FILED
- 8. APPLICATION FOR REGISTRATION OF FOREIGN CORPORATION NAME FILED

ENCLOSED:

- 1. CERTIFIED COPY(IES)
- 2. CERTIFICATE(S) UNDER SEAL
- 3. PHOTOCOPY(IES)
- 4. OTHER

SINCERELY,

*Nettie F. Sims*

NETTIE F. SIMS, CHIEF  
BUREAU OF CORPORATION RECORDS

NFS/pb

ENCLOSURES:

CORP. 2  
1/1/76

AMENDED CERTIFICATE  
DESIGNATING RESIDENT AGENT

FILED  
MAY 10 2 36 PM 1936  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Duval Beverage Distributors, Inc. (formerly Damor  
Distributing Co.) herewith amends its Certificate Designa-  
ting Resident Agent and does hereby name SYDNEY J. MASS,  
2875 Westside Boulevard, Jacksonville, Florida, 32209, as  
its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for  
the above stated corporation, at place designated in this  
Amended Certificate, I hereby accept to act in this capacity  
and agree to comply with the provisions of said Act relative  
to keeping open said office.

By: 

SYDNEY J. MASS  
Resident Agent

ARTICLES OF AMENDMENT  
OF  
DAMOR DISTRIBUTING CO.

FILED  
MAY 10 2 35 PM 1976  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Damor Distributing Co., a Florida corporation,  
herewith amends its Certificate of Incorporation in the  
following manner:

ARTICLE I - NAME

The name of the corporation shall be  
Duval Beverage Distributors, Inc.

ARTICLE II - NATURE OF BUSINESS

The corporation is organized for the  
purpose of transacting any and all lawful  
business.

ARTICLE III - CAPITAL STOCK

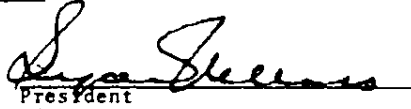
The total amount of capital stock of  
this corporation, the number of shares into  
which the capital stock is to be divided and  
the par value of the shares, are as follows:

a.) Five Hundred (500) shares  
of common stock with a par value  
of \$100.00 a share.

b.) Two Thousand (2000) shares  
of 8% non-cumulative, participating  
preferred stock with a par value of  
\$100.00 a share.

The foregoing amendments were unanimously adopted by  
the shareholders of this corporation on May 6, 1976.

IN WITNESS WHEREOF, the undersigned President  
and Secretary of this corporation have executed these  
Articles of Amendment, this 6 day of May, 1976.

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary

STATE OF FLORIDA )  
: ss  
COUNTY OF DUVAL )

BEFORE ME, a Notary Public authorized to take  
acknowledgements in the State and County set forth above,  
personally appeared Sydney J. Mass and Bernard H. Symons,  
known to me and known by me to be the persons who executed  
the foregoing Articles of Amendment and that they acknow-  
ledged before me that they executed said Articles of Amend-  
ment.

IN WITNESS WHEREOF I have hereunder set my hand  
and seal this 6<sup>th</sup> day of May, 1976 at Jacksonville, Duval  
County, Florida.

  
\_\_\_\_\_  
Notary Public, State of Florida  
at Large.

My Commission Expires:

Notary Public State of Florida  
My Commission Expires 5-11-1978

Amendment to Articles of Incorporation of DANOR DISTRIB-  
UTING CO., a Florida corporation changing its name to  
DUVAL BEVERAGE DISTRIBUTORS, INC., filed on the 10th  
day of May, 1976, as shown by the records of this office.

10th

May,

76.

corp-44

No. 430595

DUVAL BEVERAGE DISTRIBUTORS, INC.

Capital Stock, \$ 500 sh com @ \$100.00

Principal Office Jacksonville

Filed 7-13-73

Filed By ORIGINAL NAME: DAMOR DISTRIBUTING CO.  
(a) AMEND AUTH PRES NAME and AMENDING ART II & ART III,  
inc cap stk to 500 sh com @ \$100.00 and 2,000 sh  
8% non-cum, particip pref @ \$100.00; filed 5-10-76

FILED  
MAY 1 10 00 AM 1978  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

103-3-78 22 61690 \*\*\*\*15.F

Letter sent  
5/2/78  
JK

430595

Duval Beverage Distributors, Inc.

REINSTATEMENT 15  
CUS  
72 Privilege Tax  
73 Annual Report  
74 Annual Report  
75 Annual Report  
76 Annual Report 10  
77 Annual Report 10  
78 Annual Report 10  
79 Annual Report  
TOTAL 45  
Bal. Due  
Retained


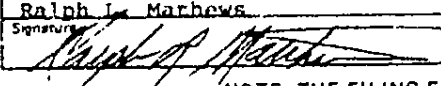
DISSOLVED INVOLUNTARILY  
pursuant to Chapter 607.271 (2)(a), F.S.  
12/11/76

REINSTATEMENT  
FILED 5/1/78

md 5/1/78

430595


THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS <b>CORPORATION ANNUAL REPORT</b> <i>76-1978</i>		 Bruce A. Smathers Secretary of State		FILED MAY 1 10 00 AM 1978 SECRETARY OF STATE TALLAHASSEE, FLORIDA																																				
THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE (Form COR 62D) 12-1-77																																								
▶ READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES ▶																																								
1. Name and Address of Corporation Principal Office: Duval Beverage Distributors, Inc. 2875 Westside Blvd. Jacksonville, Florida 32209 <i>CAE</i>			2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone Is NOT Sufficient.																																					
II above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.			Street Address P.O. Box No. 61700 ***300 City State Zip Code																																					
3. Date Incorporated or Qualified To Do Business in Florida		July 16, 1978		4. Federal Employer Identification Number (FEIN)	59-1474127																																			
5. Date of Last Report		1975																																						
6. Names and Street Addresses of Each Officer and Director																																								
<table border="1"> <thead> <tr> <th>Names of Officers and Directors</th> <th>Title</th> <th>Director (x)</th> <th>Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)</th> <th>City and State</th> </tr> </thead> <tbody> <tr> <td>Bernard H. Symons</td> <td>Pres.</td> <td>X</td> <td>2875 Westside Blvd.</td> <td>Jacksonville, Fla.</td> </tr> <tr> <td>Mark Cohen</td> <td>V.P.</td> <td>X</td> <td>" "</td> <td>" "</td> </tr> <tr> <td>William H. Linville, Jr.</td> <td>V.P.</td> <td>X</td> <td>2875 Westside Blvd.</td> <td>" "</td> </tr> <tr> <td>Ralph L. Mathews</td> <td>Asst. Treas.</td> <td>X</td> <td>2875 Westside Blvd.</td> <td>" "</td> </tr> <tr> <td>Raye Cohen</td> <td>Asst. Sec.</td> <td>X</td> <td>" "</td> <td>" "</td> </tr> <tr> <td>Florence Symons</td> <td></td> <td>X</td> <td>2875 Westside Blvd.</td> <td>Jacksonville, Fla.</td> </tr> </tbody> </table>		Names of Officers and Directors	Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State	Bernard H. Symons	Pres.	X	2875 Westside Blvd.	Jacksonville, Fla.	Mark Cohen	V.P.	X	" "	" "	William H. Linville, Jr.	V.P.	X	2875 Westside Blvd.	" "	Ralph L. Mathews	Asst. Treas.	X	2875 Westside Blvd.	" "	Raye Cohen	Asst. Sec.	X	" "	" "	Florence Symons		X	2875 Westside Blvd.	Jacksonville, Fla.				
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Raye Cohen	Asst. Sec.	X	" "	" "																																				
Florence Symons		X	2875 Westside Blvd.	Jacksonville, Fla.																																				
7. Registered Agent Information		Name: Sydney J. Mass Street Address (Do NOT Use P.O. Box Number): 2875 Westside Blvd. City, State and Zip Code: Jacksonville, Florida 32209																																						
If you wish to change Registered Agent on this form, enter all new information here		Name: Ronald D. Fairchild Street Address (Do NOT Use P.O. Box Number): 655 Florida National Bank Bldg. City, State and Zip Code: Jacksonville, Florida 32202																																						
8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee. No Other Title Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.																																								
I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.																																								
Typed Name of Signing Officer Ralph L. Mathews		Title Assistant Secretary and Treasurer		Telephone Number 904-764-6531																																				
Signature 				Date 3-29-78																																				

NOTE: THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.



DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

<p>CORPORATION ANNUAL REPORT</p>	 FLORIDA DEPARTMENT OF STATE George Firestone Secretary of State DIVISION OF CORPORATIONS  <b>1980</b> THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE	DO NOT WRITE IN THIS SPACE FILED JUN 30 12 35 PM 1980 FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
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READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES  
PLEASE STAPLE CHECK TO ANNUAL REPORT

<p>1. Name and Address of Corporation Principal Office</p> <p>430595 OUVAL BEVERAGE DISTRIBUTORS, INC. 2875 WESTSIDE BLVD. JACKSONVILLE, FL 32209</p> <p><small>If above address is incorrect in any way, Enter the correct address in Item 2. Include Zip Code.</small></p>	<p>7. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient</p> <p>Street Address 2875 Westside Blvd. P.O. Box No. #40849 City Jacksonville State Fla. Zip Code 32209</p>
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3. Date Incorporated or Qualified To Do Business in Florida	4. Federal Employer Identification Number (FEIN)	5. Date of Last Report
7/13/1973	59-1479127	1979

6. Names and Street Addresses of Each Officer and Director			
Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
SYMONS, BERNARD H.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
COHEN, MARK	V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
WOOD, WILLIAM R	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
COHEN, RAYE (ASST)	S/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
<del>MATHENS, RALPH</del>	<del>S/D</del>	<del>2875 WESTSIDE BLVD.</del>	<del>JACKSONVILLE, FL</del>
SYMONS, FLORENCE	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
James P. Kelly	S	2875 Westside Blvd.	Jacksonville, Fla.

<p>7. Registered Agent Information</p> <p>Name FAIRCHILD, RONALD O. Street Address (Do NOT Use P.O. Box Number) 655 FLORIDA NATIONAL BANK BLDG. City, State and Zip Code JACKSONVILLE, FL. 32202</p>	<p>To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3.</p> <p><i>RH 6/30/80</i></p>
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See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

Typed Name of Signing Officer James P. Kelly Signature <i>James P. Kelly</i>	Title Secretary	Telephone Number 904-764-6531 Date 6/27/80
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DO NOT WRITE IN THIS SPACE

430595 06-29-80 2 7 775 10.00

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

<p>CORPORATION ANNUAL REPORT</p> <p style="text-align: center; font-size: 24pt;"><b>1981</b></p> <p>THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE.</p>	<p>FLORIDA DEPARTMENT OF STATE George Firestone Secretary of State DIVISION OF CORPORATIONS</p>	<p>DO NOT WRITE IN THIS SPACE</p> <p><b>APPROVED AND FILED</b></p> <p>Jun 30 9 47 AM 1981</p> <p>FLORIDA DEPT. OF STATE CORPORATIONS DIVISION</p>
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READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING PAYMENTS  
PLEASE STAPLE CHECK TO ANNUAL REPORT

<p>1. Name and Address of Corporation Principal Office</p> <p>430595 DUVAL BEVERAGE DISTRIBUTORS, INC. 2875 WESTSIDE BLVD. P.O. BOX 40849 JACKSONVILLE, FL 32203</p> <p>If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.</p>	<p>2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient.</p> <p>Street Address _____</p> <p>P.O. Box No. _____</p> <p>City _____</p> <p>State _____ Zip Code _____</p>
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<p>3. Date Incorporated or Qualified To Do Business in Florida</p> <p>7/13/1973</p>	<p>4. Federal Employer Identification Number (FEIN)</p> <p>59-147A127</p>	<p>5. Date of Last Report</p> <p>1980</p>
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6. Names and Street Addresses of Each Officer and Director			
Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
SYMONS, BERNARD H.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
COHEN, MARK	V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
WOOD, WILLIAM R	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
COHEN, RAYE (ASSJ)	S/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
KELLY, JAMES P.	S	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
SYMONS, FLORENCE	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL

<p>Registered Agent Information</p> <p>Name: FAIRCHILD, RONALD D.</p> <p>Street Address (Do NOT Use P.O. Box Number): 655 FLORIDA NATIONAL BANK BLDG.</p> <p>City, State and Zip Code: JACKSONVILLE, FL. 32202</p>	<p>To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3.</p> <p style="text-align: right; font-size: 24pt;"><i>PRB 6/30</i></p>
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See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As if Made Under Oath.

<p>Typed Name of Signing Officer</p> <p>James P. Kelly</p>	<p>Title</p> <p>Secretary</p>	<p>Telephone Number</p> <p>904/764-6531</p>
<p>Signature</p> <p><i>J.P. Kelly</i></p>		<p>Date</p> <p>5/25/81</p>

430595 06-26-81 2 3 148 10.00

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION  
ANNUAL REPORT  
**1982**



FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

George Firestone  
Secretary of State

JUN 9 12 33 PM '82

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Read Notice and Instructions on Other Side Before Making Entries  
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office		2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient	
430595 DUVAL BEVERAGE DISTRIBUTORS, INC. 2875 WESTSIDE BLVD P.O. BOX 40849 JACKSONVILLE, FL 32203		Street Address P.O. Box No. City State Zip Code	
If above address is wrong or if you wish to enter the correct address when it includes Zip Code			

3. Date Incorporated or Qualified to Do Business in Florida	4. Federal Employer Identification Number (EIN)	5. Date of Last Report
07/13/1973	59-1474127	06/30/1981

6. Name and Street Address of Each Officer and Director		7. Street Address of Each Officer and Director (Do NOT include P.O. Box Numbers)		City and State	
SYMONS, BERNARD H.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL		
COHEN, MARK	V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL		
WOOD, WILLIAM R	O	2875 WESTSIDE BLVD.	JACKSONVILLE, FL		
COHEN, RAYE (ASST)	S/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL		
KELLY, JAMES P.	S	2875 WESTSIDE BLVD.	JACKSONVILLE, FL		
SYMONS, FLORENCE	O	2875 WESTSIDE BLVD.	JACKSONVILLE, FL		

8. Registered Agent Information	
9. Name and Address of Current Registered Agent  FAIRCHILD, RONALD D.  655 FLORIDA NATIONAL BANK BLDG.  JACKSONVILLE, FL 32204	10. Name and Address of New Registered Agent  Ronald D. Fairchild Street Address (Do NOT use P.O. Box Number) Suite 210 - 701 First Street City, State and Zip Code Jacksonville, FL 32204

11. Pursuant to the provisions of Sections 607.034 and 607.031, Florida Statutes, the undersigned information furnished under the laws of the State of Florida, I certify this statement to be true to the best of my knowledge as registered agent or officer of the corporation in the state of Florida.

Such change was authorized by resolution duly adopted by the board of directors.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
 Registered Agent Approving Appointment

**\$2.00 additional fee required for Registered Agent changes.**

12. See applicable restrictions under instructions on reverse side of this form.

13. Certify that I am an Officer of the Corporation, the President or Trustee Empowered to Execute this Report as Required by Chapter 607 F.S. and that I understand the Signature on this Report shall have the Same Legal Effect as if Made Under Oath.

14. Name and Signature of Officer \_\_\_\_\_ Date 5/26/82  
 James P. Kelly Secretary  
 Tallahassee, Florida  
 904-764-6531

CORPORATION

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

INCORPORATION  
ANNUAL REPORT  
**1983**



FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

George F. Lawrence  
Secretary of State

1983  
JUL 1 1983

Read Notice and Instructions on Other Side Before Making Entries  
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation or Principal Office

430595  
DUVAL BEVERAGE DISTRIBUTORS, INC.  
2875 WESTSIDE BLVD  
P.O. BOX 40849  
JACKSONVILLE, FL 32203

2. Enter Check # of 2875 Westside Blvd. (Not for  
DUVAL BEVERAGE DISTRIBUTORS, INC.)  
Check #

3. Date of Last Report

06/09/1982

4. Approximate Dates of Fiscal Year (Month/Day/Year)

07/13/1973 - 07/13/1982

Name of Officers and Directors	Title	Street Address of Office (Not Home Address)	City and State
SYMONS, BERNARD H.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
COHEN, MARK	V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
WOOD, WILLIAM R.	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
COHEN, RAYE (ASST)	S/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
KELLY, JAMES P.	S	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
SYMONS, FLORENCE	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL

Registered Agent Information

1. Name and Address of Current Registered Agent

FAIRCHILD, RONALD D  
SUITE 230-701 FISK STREET  
JACKSONVILLE, FL 32204

2. Name and Address of New Registered Agent

I, the undersigned, do hereby certify that the above information is true and correct to the best of my knowledge and belief, and that I am a resident of the State of Florida.

SIGNATURE: \_\_\_\_\_ DATE: \_\_\_\_\_

(Registered Agent Accepting Appointment)


\$3.00 additional fee required for Registered Agent changes.

See separate restrictions and instructions on reverse side of this form.

Florida Department of State, Division of Corporations, 1000 Bank of America Building, Tallahassee, Florida 32304. For more information, call (904) 498-1234.

JAMES P. KELLY, Secretary

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT <b>1984</b>	 FLORIDA DEPARTMENT OF STATE George Fustione Secretary of State DIVISION OF CORPORATIONS	APPROVED AND FILED MAY 22 10 54 AM 1984
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Read Notice and Instructions on Other Side Before Making Payment  
 Filing Fee of \$10 Required — Make Checks Payable To: **SARAHAY**

1 Name and Address of Corporation Principal Office  430595 DUVAL BEVERAGE DISTRIBUTORS, INC. 2875 WESTSIDE BLVD P.O. BOX 40849 JACKSONVILLE, FL 32203	2 Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient. Street Address P.O. Box No City State                      Zip Code
-------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

3 Date Incorporated or Qualified To Do Business in Florida: <b>07/13/1973</b>	4 Federal Employer Identification Number (FEIN): <b>59-1474127</b>	5 Date of Last Report: <b>04/21/1983</b>
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6 Names and Street Addresses of Each Officer and Director as of December 31, 1983			
Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
1 SYMONS, BERNARD H.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
2 COHEN, MARK	V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
3 WOOD, WILLIAM R.	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
4 COHEN, RAYE (ASST)	S/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
5 KELLY, JAMES P.	S	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
6 SYMONS, FLORENCE	D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL

7 Registered Agent Information	
Name and Address of Current Registered Agent	Name and Address of New Registered Agent
FAIRCHILD, RONALD D SUITE 210-701 FISK STREET  JACKSONVILLE, FL. 32204	Name Street Address (Do NOT Use P.O. Box Number) City, State and Zip Code

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered officer or registered agent, or both, in the state of Florida.

Such change was authorized by resolution duly adopted by its board of directors on \_\_\_\_\_

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
 (Registered Agent Accepting Appointment)

**\$3.00 additional fee required for Registered Agent changes.**

10 See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath

Signature: <i>[Signature]</i>	Date: <b>4/19/84</b>
Typed Name of Signing Officer: <b>JAMES P KELLY</b>	Telephone Number: <b>904-764-6531</b>
Title: <b>SARAHAY</b>	

11 This report requires a certificate of status check the box below and include an additional \$5.00 with your payment

CERTIFICATE OF STATUS DESIRED

\$5 Additional fee required for certificates

COR 630 (1-84)

ANNUAL REPORT  
1985



Filing Fee of \$20 Required - Make Checks Payable To Secretary of State

430596  
DUVAL BEVERAGE DISTRIBUTORS, INC.  
2875 WESTSIDE BLVD  
P.O. BOX 40849  
JACKSONVILLE, FL 32203

07/13/1973 Federal Register 58:2474127  
05/22/1984

Name of Officer and Director	Title	Street Address of Office (Do Not Use Post Office Box Number)	City and State
<del>XXXXXXXXXXXXXXXXXX</del> ALVIN EARL BENTON, JR.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
<del>XXXXXXXXXXXXXXXXXX</del> CHARLES A. FREEMAN	<del>XXXX</del> S/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
<del>XXXXXXXXXXXXXXXXXX</del> ALBERT L. DEEVER	R V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
<del>XXXXXXXXXXXXXXXXXX</del> FRED L. BURKHEAD	<del>XXXX</del> V/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
<del>XXXXXXXXXXXXXXXXXX</del> KODDY XXXXXXXXXXXXX	X	<del>XXXXXXXXXXXXXXXXXX</del>	<del>XXXXXXXXXXXXXXXXXX</del>
<del>XXXXXXXXXXXXXXXXXX</del> XXXXXXXXXXXXXXXXXX	<del>XXXX</del>	<del>XXXXXXXXXXXXXXXXXX</del>	<del>XXXXXXXXXXXXXXXXXX</del>

Registered Agent Information

Name and Address of Current Registered Agent: FAIRCHILD, RONALD D  
SUITE 210-701 PISK STREET  
JACKSONVILLE, FL 32204

Name and Address of New Registered Agent: ALVIN EARL BENTON, JR.  
Street Address (Do Not Use P.O. Box Number)  
2875 WESTSIDE BLVD.  
City, State and Zip Code  
JACKSONVILLE, FL 32209

I, the undersigned, do hereby certify that the above named corporation is duly organized under the laws of the State of Florida and that this statement for the purpose of changing its registered officer or registered agent, or both, in the State of Florida, was authorized by resolution duly adopted by its board of directors on February 28, 1985

I hereby accept the appointment as registered agent and accept the obligations of Section 607.325 F.S.  
SIGNATURE: *[Signature]* DATE: 5/14/85

\$3.00 additional fee required for Registered Agent changes.

I certify that I am an officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 407 F.S. Further Certify That Understanding My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

*[Signature]* Date: 5/14/85  
ALVIN EARL BENTON, JR. PRESIDENT 904/764-6531

\$5 additional fee required for a Certificate of Status

90 DAY NOTICE OF INTENT TO DISSOLVE

CORPORATION

ANNUAL REPORT  
1986



Read Notice and Instructions on Other Side Before Making Entries  
Filing Fee of \$20 Required - Make Checks Payable To: Secretary of State

1. Current Address of Corporation (If not P.O. Office)

430986 9  
FLORIDA BEVERAGE DISTRIBUTORS, INC.  
2875 WESTSIDE BLVD  
P.O. BOX 40849  
JACKSONVILLE, FL 32203

2. Enter Change of Address of Corporation Principal Office (P.O. Box Number Address NOT Sufficient)

Street Address 21  
P.O. Box No. 22  
City and State 23  
Zip Code 24

3. Address of Qualified Agent in Florida 07/13/1973 4. Federal Employer Identification Number (FEIN) 59-1474127 5. Date of Last Report 05/31/1985

6. Street Address of Each Officer and Director as of December 31, 1985

Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
BENTON, ALVIN E. JR.	P/O	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
<del>FEDAL, CAROL A.</del>	<del>S/O</del>	<del>2875 WESTSIDE BLVD.</del>	<del>JACKSONVILLE, FL</del>
<del>BERGER, FLEBERT E.</del>	<del>V/O</del>	<del>2875 WESTSIDE BLVD.</del>	<del>JACKSONVILLE, FL</del>
<del>BURDICK, FRED L.</del>	<del>V/O</del>	<del>2875 WESTSIDE BLVD.</del>	<del>JACKSONVILLE, FL</del>
RUNNELS, F. NEAL	V/D	#1 Runnels Road	McAllen, Texas 78586
HALL, GORDON	S/T/D	#1 Runnels Road	McAllen, Texas 78586

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

BENTON, ALVIN E. JR.  
2875 WESTSIDE BLVD.  
JACKSONVILLE, FL 32209

8. Name and Address of New Registered Agent

FL

I, the undersigned, Secretary of State, do hereby certify that the above named corporation, incorporated under the laws of the State of Florida, submits herewith the report of change of registered agent, or change in this State, as required by law, and that the same has been accepted by me as Secretary of State.

DATE \_\_\_\_\_  
Registered Agent Accepted Appointment

\$3.00 additional fee required for Registered Agent changes.

9. Signature of President or Director (Sign on reverse side of this form)

10. Date 7/31/86

11. Telephone Number 904/764-6531

A. Earl Benton, Jr. President

\$5 Additional Fee required for a Certificate of Status

**FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987**

CORPORATION

ANNUAL REPORT  
1987



FLORIDA DEPARTMENT OF STATE  
George Firestone  
Secretary of State  
DIVISION OF CORPORATIONS

1987 FEB 18 11:00 AM '87

Read Notice and Instructions on Other Side Before Making Entries  
**Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State**

Name and Address of Corporation Principal Office

430595  
DUMAL BEVERAGE DISTRIBUTORS, INC.  
2875 WESTSIDE BLVD  
P.O. BOX 40849  
JACKSONVILLE, FL 32203

1. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

Date Incorporated or Qualified to Do Business in Florida 07/13/1973

Federal Employer Identification Number (FEIN) 59-1474127

Date of Last Report 08/06/1986

List the Street Address of Each Officer and Director, as of December 31, 1986

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
BENTON, ALVIN E. JR.	P/O	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
RUNNELS, F. NEAL	V/O	#1 RUNNELS RD.	MCALLEN, TX
HALL, GORDON	S/O	#1 RUNNELS RD.	MCALLEN, TX

**REGISTERED AGENT INFORMATION**

Name and Address of Current Registered Agent

BENTON, ALVIN E. JR.  
2875 WESTSIDE BLVD.  
JACKSONVILLE, FL 32209

Name and Address of New Registered Agent

Name of  
Street Address 1 (Do NOT Use P.O. Box Number) 82  
Street Address 2 (Do NOT Use P.O. Box Number) 83  
City and State 84 FL Zip Code 82

I, pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submit this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on \_\_\_\_\_

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.022, F.S.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

**\$3.00 additional fee required for Registered Agent changes**

10. I certify that I am an Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607, F.S. I further certify that I understand my signature on this report shall have the same legal effect as if made under oath. Officer signing must be listed in Block 81.

Name of Signing Officer: Alvin E. Benton, Jr. Title: President Date: 2/2/87 Telephone Number: 904/764-6531

CERTIFICATE OF STATUS DES-BLD

**\$5 Additional Fee required for a Certificate of Status**

# 430595

## GALLAGHER, BAUMER, MIKALS, BRADFORD, CANNON & WALTERS

PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELORS  
2000 INDEPENDENT SQUARE  
POST OFFICE BOX 4788

JACKSONVILLE, FLORIDA 32201

THOMAS M. BAUMER  
DANIEL J. GALLAGHER  
JOHN J. MIKALS  
DANA G. BRADFORD II  
L. KINDER CANNON III  
MICHAEL A. WALTERS  
MICHAEL G. TANNER  
JINDA CONNOR KANE  
LAWRENCE J. HAMILTON II  
MARTHA MCMAHON WIRTZ  
MICHAEL E. DEMONT  
CHRISTINE C. WHITNEY  
SHARON STRAYER LEARCH  
ELLEN F. M. ROSENER  
MARK G. ALEXANDER  
DEBORAH D. BARTON  
SALERIE C. CRIPPTON  
CLAUDIA O. BAKER  
LEE S. KARAMIS  
MARK G. PENNINGTON  
PATRICIA M. PETERS-LLA

TELEPHONE  
(904) 353-2000

TELEX  
58391 LAW JAX

TELECOMEX  
(904) 358-1872

February 10, 1988

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Amendment

Gentlemen:

Enclosed are Articles of Amendment to the Articles of Incorporation of Duval Beverage Distributors, Inc., together with a check in the amount of \$20.00 to cover the filing fee. Please note that the name was reserved on December 30, 1987 under #FOR86760.

Please advise if you have any questions.

Best wishes,

Michael A. Walters

MAW/bn  
enclosure

*Domestic  
18*

Name	SD
Availability	
Document Exhibitor	SD
Updater	SD
Updater Verifier	SD
Acronyms/Amendments	
W. P. Verifier	

03/01/88 00139 003  
DOMESTIC AMENDMENTS  
AMENDMENT  
===== 20.00  
TOTAL 20.00

FILED  
MAR 14 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF DUVAL BEVERAGE DISTRIBUTORS, INC.

Pursuant to the provisions of §607.181, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Duval Beverage Distributors, Inc.

2. The Articles of Incorporation were amended by the following resolutions, which were adopted by the Board of Directors and Shareholders of the corporation effective February 23, 1988, in the manner prescribed by the Florida General Corporation Act:

BE IT RESOLVED, that the Articles of Incorporation of this corporation are hereby amended by changing the name of the corporation to:

CHAMPION BRANDS, INC.

BE IT FURTHER RESOLVED, that the Articles of Incorporation of this corporation are hereby amended and restated in their entirety as set forth in Exhibit A hereto, titled "Amended and Restated Articles of Incorporation of Champion Brands, Inc."

DATED: February 23, 1988.

DUVAL BEVERAGE DISTRIBUTORS, INC.

By:   
President

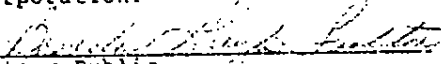
Attest:   
Assistant Secretary

(CORPORATE SEAL)

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing Articles of Amendment were acknowledged before me this 23 day of February, 1988, by A. Earl Benton, Jr., the president of Duval Beverage Distributors, Inc., a Florida corporation, on behalf of the corporation.

  
Notary Public  
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires May 16, 1989

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
CHAMPION BRANDS, INC.

NOV 11 1976 2:35  
RECEIVED  
STATE OF FLORIDA  
TALLAHASSEE

Champion Brands, Inc., originally incorporated on July 13, 1973, under the name Damor Distributing Co., which name was subsequently changed to Duval Beverage Distributors, Inc., on May 10, 1976, hereby amends and restates its Articles of Incorporation as follows:

Article I

Name

The name of the corporation is Champion Brands, Inc.

Article II

Duration

This corporation shall exist perpetually.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Capital Stock

(a) Authorized Capital. The total amount of capital stock of this corporation, the number of shares in which it is to be divided and the par value of the shares, are: (i) 500 shares of common stock having a par value of \$100.00 per share; (ii) 2,000 shares of 8% non-cumulative, participating preferred stock having a par value of \$100.00 per share.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. The

shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

#### Article V

##### Directors

(a) Number. The number of directors of this corporation may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Compensation. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

(c) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### Article VI

##### Bylaws

Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

#### Article VII

##### Amendment

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

FILE NOW, OR THIS CORPORATION WILL BE DISSOLVED ON NOVEMBER 4, 1988!

CORPORATION  
ANNUAL REPORT  
1988



FLORIDA DEPARTMENT OF STATE  
1987  
Solely for the  
USE OF CORPORATIONS

Read Notice and Instructions on Other Side Before Mailing This Form  
Filing Fee of \$25 Required - Make Checks Payable To: Secretary of State

430595 9  
CHAMPION BRANDS, INC.  
2875 WESTSIDE BLVD  
P.O. BOX 40849  
JACKSONVILLE, FL 32203

51  
5571 FLORIDA MINING BLVD., SO.  
P.O. BOX 56260  
JACKSONVILLE, FLORIDA  
32257

1 Date of Incorporation 07/13/1973 2 Federal Employer Identification Number 59-1474127 3 Date of Last Report 02/16/1987

BENTON, ALVIN E. JR.	P/D	2875 WESTSIDE BLVD.	JACKSONVILLE, FL
RUNNELS, P. NEAL	V/D	41 RUNNELS RD.	MCALLEN, TX.
HALL, GORDON	S/T/D	41 RUNNELS RD.	MCALLEN, TX.

REGISTERED AGENT INFORMATION

BENTON, ALVIN E. JR.  
2875 WESTSIDE BLVD.  
JACKSONVILLE, FL. 32209

5571 FLORIDA MINING BLVD., SO.  
P.O. BOX 56260  
JACKSONVILLE FL 32257

I, the undersigned, do hereby certify that the above information is true and correct to the best of my knowledge and belief, and that I am a resident of the State of Florida.

Signature of Registered Agent  
Date

*Alvin E. Benton, Jr.*

ALVIN E. BENTON, JR.

PRESIDENT

9/8/88

004-268-1220

\$5 Additional Fee  
required for a  
Certificate of Status

APPLICATION  
FOR  
REINSTATEMENT  
1990

430595

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Make Check Payable To: Department of State

<p>1 Name and Address of Corporation</p> <p>Champion Brands, Inc. 5571 Florida Mining Boulevard S. Jacksonville, Florida 32257</p> <p style="font-size: 8pt;">If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.</p>	<p>2 If Address in Block 1 is incorrect in any way, enter the correct address in Block 2. The NAME of the corporation can be changed only by filing an amendment.</p> <p>Address: 5571 FLORIDA MINING BOULEVARD S. JACKSONVILLE, FLORIDA 32257</p> <p>Address: 5571 FLORIDA MINING BOULEVARD S. JACKSONVILLE, FLORIDA 32257</p> <p>City and State: JACKSONVILLE, FLORIDA</p> <p>Zip Code: 32257</p>
----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

<p>3 Date Incorporated or Qualified To Do Business in Florida: 7/13/1973</p>	<p>4 FEI Number: 59-1474127</p>	<p><input type="checkbox"/> FEI Number Applied For <input type="checkbox"/> FEI Number Not Applicable</p>
------------------------------------------------------------------------------	---------------------------------	---------------------------------------------------------------------------------------------------------------

5 Names and Street Addresses of Each Officer and Director			
Tye	Names of Officers and Directors	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
P/D	Alvin E. Benton, Jr.	5571 Florida Mining Boulevard	Jacksonville, Florida
V/D	F. Neal Runnels	#1 Runnels Road	McAllen, Texas
S/T/D	Gordon Hall	#1 Runnels Road	McAllen, Texas

REGISTERED AGENT INFORMATION	7 Name and Address of New Registered Agent
<p>8 Name and Address of Current Registered Agent:</p> <p>Alvin E. Benton, Jr. 5571 Florida Mining Boulevard S. Jacksonville, Florida 32257</p>	<p>Name:</p> <p>Street Address (Do NOT Use P.O. Box Number):</p> <p>Street Address (Do NOT Use P.O. Box Number):</p> <p>City and State: FL Zip Code:</p>

8 I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of section 807.0505, F.S.

Signature of Registered Agent: *Alvin E. Benton, Jr.* Date: 1-15-91

REGISTERED AGENT MUST SIGN

9 I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 807, 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 807.0401, F.S., and that all fees owed by the corporation have been paid. The information on this application is true and accurate and my signature shall have the same legal effects as if made under oath.

Signature of Officer or Director: *Alvin E. Benton, Jr.* Date: 1-15-91 Phone: 904-268-1220

Title or printed name of signing officer or director: Alvin E. Benton, Jr.

10 Should you desire a certificate of status check the box:  CERTIFICATE OF STATUS DESIRED

**FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.**

INCORPORATION  
ANNUAL REPORT  
1992



DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS  
TALLAHASSEE, FLORIDA

APPROVED  
SEC. OF STATE  
CORPORATIONS DIV.  
TALLAHASSEE, FLA.  
FILED

**FILING FEE \$61.25 Make Payable To: Secretary of State**

DOCUMENT # **430595 (9)**  
**CHAMPION BRANDS, INC.**  
**5571 FLORIDA MINING BLVD. S.**  
**JACKSONVILLE FL 32257-3648**

2. If Address in Block 1 is incorrect in any way, line through the incorrect information and enter the correct address on Block 2. Block is acceptable. The FILING of the corporation can be done only by filing an amendment.

21 Mailing Address

22 P.O. Box No.

23 City and State

3. Date incorporated or Organized To Do Business in Florida **07/13/1973**

1. Date of Report **01/18/1991** 4. FFLS Number **59-1474127** 5. FFLS Number Applied For **58.75** 6. FFLS Number Applied For **58.75** 7. FFLS Number Applied For **58.75** 8. FFLS Number Applied For **58.75**

1. Title	2. Name of Officer and Position	3. Street Address of Office (Phone and District) (Do NOT use P.O. Box for home)	4. City and State
P/D	BENTON, ALVIN E. JR.	5571 FLORIDA MINING BLVD	JACKSONVILLE, FL
V/D	RUNNELS, F. NEAL	#1 RUNNELS RD.	MCALLEN, TX.
S/T/D	HALL, GORDON	#1 RUNNELS RD.	MCALLEN, TX.

REGISTERED AGENT INFORMATION		5. Name and Address of Each Registered Agent	
61	Name	62	Street Address 1 (Do NOT use P.O. Box for home)
63	Name	64	Street Address 2 (Do NOT use P.O. Box for home)
65	City and State	66	City and State
		FL	

10. If the corporation has been organized in another state, the date of incorporation in that state is: \_\_\_\_\_

SIGNATURE **3-5-92**  
A.E. Benton Jr. President/Director 904 268-1220

File Now. Filing Fee after May 1 is \$225.00

1993



DIVISION OF CORPORATIONS

DOCUMENT # 430585 (9)

CHAMPION BRANDS, INC.  
5571 FLORIDA MINING BLVD S  
JACKSONVILLE FL 32257-3648

DO NOT WRITE IN THIS SPACE

07/13/1973

03/16/1992

591474127

FILING FEE \$200.00

ANNUAL REPORT \$61.75 - \$134.75 CORPORATION SUPPLEMENTAL FEE  
MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

\$8.75

\$5.00

\$138.75

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

BENTON, ALVIN E. JR.  
5571 FLORIDA MINING BLVD. S.  
JACKSONVILLE FL 32257

FL

P/D  
BENTON, ALVIN E. JR.  
5571 FLORIDA MINING BLVD  
JACKSONVILLE FL

V/D  
RUNNELS, F. NEAL  
#1 RUNNELS RD.  
MCALLEN TX

S/T/D  
HALL, GORDON  
#1 RUNNELS RD.  
MCALLEN TX

SIGNATURE

A. E. Benton Jr

President

2-24-93

904-268-1220

CORPORATION  
INFORMATION  
SERVICES, INC.  
1201 HAYES STREET  
TALLAHASSEE, FL 32301  
904 222 9171  
FAX 904 222 0593

800-342-8086



430595

80000564248  
-06/02/93--01011-010  
\*\*\*122.50 \*\*\*122.50

ORDER DATE : June 1, 1993

ORDER TIME : 3:38 PM

ORDER NO. : 226153

CUSTOMER NO: 81006A

CUSTOMER: Ms. Barbara Taylor  
Bauser Bradford Walters &  
Suite 2200  
50 North Laura St.  
Jacksonville, FL 32202

FILED  
1993 JUN -2 PM 3 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

DUVAL HOLDING COMPANY, INC.

INTO

CHAMPION BRANDS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY

CONTACT PERSON: Deborah A. Schroder  
EXAMINER'S INITIALS:

*Kelley*  
*6/2*

networks



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

ARTICLES OF MERGER  
Merger Sheet

MERGING:

DUVAL HOLDING COMPANY, INC.      ARKANSAS      P06183

INTO

CHAMPION BRANDS, INC., a Florida corporation, 430595

File date: June 2, 1993

Corporate Specialist: Kelley Shank

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF MERGER  
OF  
DUVAL HOLDING COMPANY, INC.  
AND  
CHAMPION BRANDS, INC.**

FILED  
1993 JUN -2 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1105, Florida Statutes, the undersigned corporations hereby adopt the following Articles of Merger:

1. Duval Holding Company, Inc., shall be merged with and into Champion Brands, Inc., which shall be the surviving corporation, pursuant to the terms of the Agreement and Plan of Merger attached hereto as Exhibit A.

2. The merger shall be effective upon the filing of these Articles of Merger with the Florida Secretary of State.


3. Shareholder approval is not required but has been obtained.

4. The date of adoption of the Agreement and Plan of Merger by the shareholders and directors of each corporation is April 14, 1993.

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of each corporation this 14th day of April, 1993.

DUVAL HOLDING COMPANY, INC.

By: [Signature]  
A. Earl Benton, Jr.  
President

(CORPORATE SEAL)  


CHAMPION BRANDS, INC.

By: [Signature]  
A. Earl Benton, Jr.  
President

(CORPORATE SEAL)

EXHIBIT A

**AGREEMENT AND PLAN OF MERGER**

THIS AGREEMENT is dated Nov. 14, 1993, by and between CHAMPION BRANDS, INC., a Florida corporation (the "Surviving Corporation") and DUVAL HOLDING COMPANY, INC., an Arkansas corporation (the "Merging Corporation") (collectively, the "Constituent Corporations").

**RECITALS**

A. The Surviving Corporation, a wholly-owned subsidiary of the Merging Corporation, is a corporation organized and existing under the laws of the State of Florida, with its principal office at 5571 Florida Mining Boulevard, South, Jacksonville, Florida, 32257 and having a capitalization of 500 authorized shares of one hundred dollar (\$100.00) par value common stock, of which 100 shares are issued and outstanding; and 2,000 authorized shares of eight percent (8%) non-cumulative, one hundred dollar (\$100.00) par value participating preferred stock, of which no shares are issued and outstanding.

B. The Merging Corporation, the owner of one hundred percent (100%) of the issued and outstanding shares of stock of the Surviving Corporation, is a corporation organized and existing under the laws of the State of Arkansas with its principal office at 5571 Florida Mining Boulevard, South, Jacksonville, Florida, 32257 having a capitalization of 2,000 authorized shares of no par value common stock of which 100 shares are issued and outstanding.

C. The board of directors of the Constituent Corporations deem it desirable and in the best business interests of the Constituent Corporations and their shareholders that the Merging Corporation be merged into the Surviving Corporation pursuant to the provisions of Section 607.1101, et seq., of the Florida Business Corporation Act, in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

In consideration of the mutual covenants, and subject to the terms and conditions hereafter set forth, the Constituent Corporations agree as follows:

1. **Stockholder Effectiveness of Merger.** This Agreement shall be submitted to the stockholders of the Constituent Corporations for approval, whereupon Articles of Merger shall be executed and delivered to the Secretaries of State of Florida and Arkansas in accordance with the laws of Florida and Arkansas, which Articles of Merger shall have this Agreement attached to them and incorporated in them by reference. The merger shall become effective immediately upon the filing of Articles of Merger with the Florida Secretary of State, such date being herein sometimes called the "Effective Date".

2. Terms of the Merger. On the Effective Date the Merging Corporation shall be merged with and into the Surviving Corporation; all assets and liabilities of the Merging Corporation, as they exist on the Effective Date shall pass to, vest in and become the assets and obligations of the Surviving Corporation; the separate existence of the Merging Corporation shall cease; and the Surviving Corporation shall continue in existence under the name "Champion Brands, Inc."

3. Conversion of Shares. The manner and basis of converting the shares of the Merging Corporation into shares of the Surviving Corporation is as follows:

On the Effective Date, all shares of stock of the Surviving Corporation owned by the Merging Corporation shall be surrendered for cancellation, and the owners of shares of stock of the Merging Corporation shall surrender those shares for cancellation in exchange for a like number of shares of stock of the Surviving Corporation.

4. Directors and Officers. The directors and officers of the Surviving Corporation on the Effective Date shall continue as the directors and officers of the Surviving Corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

5. Miscellaneous.

(a) This Agreement may be executed in counterparts, each of which when so executed shall be deemed to be an original, and such counterparts shall together constitute but one and the same instrument.

(b) If at any time either of the parties hereto shall consider or be advised that any further assignments, conveyances or assurances in law are necessary or desirable to carry out the provisions hereof, the proper officers and directors of the parties shall as of the Effective Date execute and deliver any and all proper deeds, assignments and assurances in law, and do all things necessary or proper to carry out the provisions hereof.


IN WITNESS WHEREOF, this Agreement has been executed on the date first above written on behalf of the Constituent Corporations by their officers, sealed with their corporate seals, pursuant to the authorization of their respective board of directors.

(CORPORATE SEAL)




(CORPORATE SEAL)

DUVAL HOLDING COMPANY, INC.

By:   
A. Earl Benton, Jr.  
President

CHAMPION BRANDS, INC.

By:   
A. Earl Benton, Jr.  
President

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION  
ANNUAL REPORT  
1994



FLORIDA DEPARTMENT OF STATE  
Division  
Secretary of State  
TALLAHASSEE, FLORIDA

APPROVED

FEB 15 PM 2:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Corporation Name  
CHAMPION BRANDS, INC.

DOCUMENT #  
430595 (9)

2. Principal Place of Business  
5571 FLORIDA MINING BLVD. S.  
JACKSONVILLE FL 32257

Principal Place of Business  
5571 FLORIDA MINING BLVD. S.  
JACKSONVILLE FL 32257

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 07/13/1973	34. Date of Last Report 03/04/1993
4. FEI Number 58-1474127	Applicable for <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired S875	6. Extension Date with Financing Trust First Expires: \$5.00 May Be Added to Fees
7. Nonprofit Exempt from \$138.75 Supplemental Fee <input type="checkbox"/>	8. This corporation has liability for intangibles tax under S. 199(4)(c), Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

21. Principal Place of Business 26	22. State, Apt. #, etc. 27	23. City & State 28	24. Country 29	25. Country 30
---------------------------------------	-------------------------------	------------------------	-------------------	-------------------

9. Name and Address of Current Registered Agent  
BENTON, ALVIN E. JR.  
5571 FLORIDA MINING BLVD. S.  
JACKSONVILLE FL 32257

81. Name	82. Street Address (P.O. Box Number is Not Acceptable)	83. City	84. State	85. Zip Code
----------	--------------------------------------------------------	----------	-----------	--------------

11. If the corporation of Sections 607.0602 and 617.1503 or Sections 617.1502 and 617.1503 Florida Statutes, the above-named corporation submits this statement of changes to its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's Board of Directors (or the majority thereof as registered agent, firm, partner, etc.) and accepted by the corporation, or Sections 607.0606 or 617.0571, Florida Statutes.

12. OFFICERS AND DIRECTORS	13. CHANGES TO OFFICERS AND DIRECTORS IN 12
P/D BENTON, ALVIN E. JR. 5571 FLORIDA MINING BLVD JACKSONVILLE FL	1. NAME 2. STREET ADDRESS 3. CITY, ST., ZIP
V/D RINNELS, F. NEAL #1 RINNELS RD. MCALLEN TX	4. NAME 5. STREET ADDRESS 6. CITY, ST., ZIP
S/D HALL, GORDON #1 RINNELS RD. MCALLEN TX	7. NAME 8. STREET ADDRESS 9. CITY, ST., ZIP
	10. NAME 11. STREET ADDRESS 12. CITY, ST., ZIP
	13. NAME 14. STREET ADDRESS 15. CITY, ST., ZIP
	16. NAME 17. STREET ADDRESS 18. CITY, ST., ZIP
	19. NAME 20. STREET ADDRESS 21. CITY, ST., ZIP

14. I, the undersigned, certify that the foregoing information is true and correct to the best of my knowledge and belief, and that the same was authorized by the corporation's Board of Directors (or the majority thereof as registered agent, firm, partner, etc.) and accepted by the corporation, or Sections 607.0606 or 617.0571, Florida Statutes.

SIGNATURE: A.E. Benton Jr. 2/10/94 (904) 268-1220

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

CORPORATION  
ANNUAL REPORT  
1995



FLORIDA DEPARTMENT OF STATE  
Candice B. Murrin  
Secretary of State  
DIVISION OF CORPORATIONS

APPROVED  
AND  
FILED

95 MAY - 1 AM 11: 27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOCUMENT # 430595 (9)  
1. Corporation Name  
Champion Brands Inc.

Principal Place of Business Making Address  
5571 Florida Mining Blvd. S. (Same)  
Jacksonville, FL. 32257

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Making Address		3. Date of Issuance or Cancellation 07/13/95	3a. Date of Last Filing 3/94
21. State, Apt. #, etc.	26. State, Apt. #, etc.	4. FEI Number 59-1474127		5. Applied for This Address	
22. City & State	27. City & State	5. Certificate of Status Desired <input checked="" type="checkbox"/>		\$8.75 Additional Fee Required	
23. Country	28. Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24. Country	29. Country	8. The corporation has liability for intangible tax under S. 191.23? Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent			
Benton, Alvin E. Jr. 5571 Florida Mining Blvd. S. Jacksonville, FL. 32257		11. Name			
		12. Street Address (P.O. Box Number is NOT Acceptable)			
		13. City	FL	32	32257

I, the agent to the provisions of Sections 607.0602 and 607.1508 Florida Statutes, the above named corporation & certify the statement for the purpose of changing its registered agent or registered agent or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent and agree to accept the obligations of Section 607.0605 Florida Statutes.

SIGNATURE: *[Signature]* DATE: *[Date]*

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS	
12.1 NAME	P/D Benton, Alvin E. Jr. 5571 Florida Mining Blvd. S. Jacksonville, FL. 32257	13.1 FILE	<input type="checkbox"/> Change <input type="checkbox"/> Add
12.2 STREET ADDRESS		13.2 NAME	500001485285
12.3 CITY		13.3 STREET ADDRESS	-05/12/95-010201-019
12.4 STATE		13.4 CITY	****208.75 ****.008.75
12.5 ZIP		13.5 FILE	<input type="checkbox"/> Change <input type="checkbox"/> Add
12.6 NAME	V/D Runnels, F. Neal #1 Runnels Rd. McAllen, TX	13.6 NAME	
12.7 STREET ADDRESS		13.7 STREET ADDRESS	
12.8 CITY		13.8 CITY	<input type="checkbox"/> Change <input type="checkbox"/> Add
12.9 STATE		13.9 NAME	
12.10 ZIP		13.10 STREET ADDRESS	
12.11 NAME	S/T/D Hall, Gordon #1 Runnels Rd. McAllen, TX	13.11 FILE	<input type="checkbox"/> Change <input type="checkbox"/> Add
12.12 STREET ADDRESS		13.12 NAME	
12.13 CITY		13.13 STREET ADDRESS	
12.14 STATE		13.14 CITY	<input type="checkbox"/> Change <input type="checkbox"/> Add
12.15 ZIP		13.15 NAME	
12.16 NAME		13.16 STREET ADDRESS	
12.17 STREET ADDRESS		13.17 FILE	<input type="checkbox"/> Change <input type="checkbox"/> Add
12.18 CITY		13.18 NAME	
12.19 STATE		13.19 STREET ADDRESS	
12.20 ZIP		13.20 CITY	<input type="checkbox"/> Change <input type="checkbox"/> Add

I hereby certify that the information supplied with this filing is voluntarily furnished and does not comply for the exemption stated in Section 114.01 Florida Statutes. I further certify that the information included on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I am the registered agent of this corporation in the State of Florida and I am authorized to execute this report as required by Chapter 607 Florida Statutes and to file the same with the Department of State.

SIGNATURE: *[Signature]* A.E. Benton Jr. 4/28/95 (904) 268-1220