

F04000004407

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

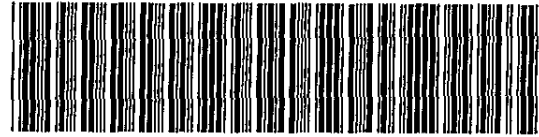
(Business Entity Name)

(Document Number)

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*Amend NC
T. Lewis*

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03/14/05--01032--024 **35.00

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: McLane/Buckeye, Inc.

(Name of corporation)

DOCUMENT NUMBER: F04000004407

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Tom Anderson

(Name of person)

Mountain View Marketing, Inc.

(Name of firm/company)

PO Box 6115

(Address)

Temple, TX 76503-6115

(City/state and zip code)

For further information concerning this matter, please call:

Tom Anderson

(Name of person)

at (254)

771-7429

(Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



January 6, 2005

Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

RE: McLane/Buckeye, Inc.
FEIN: 86-0747812

This letter serves as notification of certain changes to the above referenced corporation as it relates to its authority/qualification to do business. These changes are summarized below.

McLane/Buckeye, Inc. was granted authority to do business 08/02/04. At that time, McLane/Buckeye, Inc. was a Texas corporation. Effective November 4, 2004, the corporation redomesticated to Utah and changed its name to Mountain View Marketing, Inc. With the redomestication, the par value of common stock was changed from \$0.10 to \$.001 per share. There are no other pertinent changes. The currently listed registered agent should remain the same.

Attached are copies of the Certificate of Conversion, Articles of Conversion and Articles of Domestication.

If you require further information, please contact Johnna Baird at the address below or by telephone at (254)742-3614. Thank you for your assistance.

Sincerely,

KEVIN J. KOCH
Treasurer
Mountain View Marketing, Inc.

Enclosures-
As Stated



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 26, 2005

KEVIN J. KOCH
MCLANE COMPANY, INC.
P. O. BOX 6115
TEMPLE, TX

SUBJECT: MCLANE/BUCKEYE, INC.
Ref. Number: F04000004407

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application. The amendment should be filed after the occurrence of such a change within 30 days for a not for profit corporation and within 90 days for a profit corporation. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 605A00005055

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FBI - NEW YORK

(Document number of corporation (if known))

1. McLane/Buckeye, Inc. (Name of corporation as it appears on the records of the Department of State)
2. Texas (Incorporated under laws of) 3. August 2, 2004 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? November 4, 2004
5. Mountain View Marketing, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- (If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
6. If the amendment changes the period of duration, indicate new period of duration.
- (New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- Utah
(New jurisdiction)

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kevin J. Koch

(Typed or printed name of person signing)

1/31/05

(Date)

Treasurer

(Title of person signing)



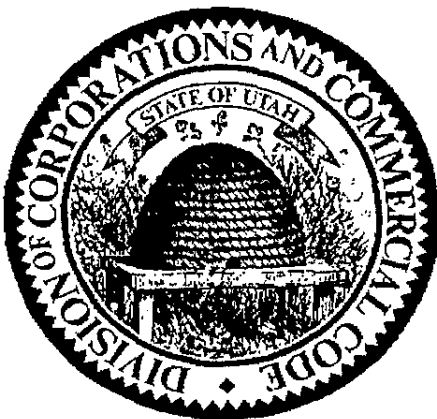
Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, PO Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

February 14, 2005

CERTIFICATE OF EXISTENCE

Registration Number: 5701654-0142
Business Name: MOUNTAIN VIEW MARKETING, INC.
Registered Date: AUGUST 2, 2004
Entity Type: CORPORATION - DOMESTIC
Current Status: GOOD STANDING

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division; and, that Articles of Dissolution have not been filed.



Kathy Berg

Kathy Berg
Director
Division of Corporations and Commercial Code



Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Conversion

for

MCLANE/BUCKEYE, INC.
Filing Number: 129224300

Converting it to

Mountain View Marketing, Inc.
Filing Number: [Entity not of Record, Filing Number Not Available]

have been received in this office and have been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Conversion.

Dated: 11/04/2004

Effective: 11/04/2004



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State

ARTICLES OF CONVERSION
OF
McLANE/BUCKEYE, INC.
a Texas Corporation
INTO
MOUNTAIN VIEW MARKETING, INC.
a Utah corporation

Pursuant to the provisions of article 5.17 of the Texas Business Corporation Act (the "Act"), the undersigned converting entity certifies the following articles of conversion adopted for the purpose of effecting a conversion in accordance with the provisions of the Act.

1. A plan of conversion was approved and adopted in accordance with the provisions of article 5.03 of the Act providing for the conversion of McLane/Buckeye, Inc., a corporation incorporated under the Act on November 30, 1993, to Mountain View Marketing, Inc., a Utah corporation.
2. An executed plan of conversion is on file at the principal place of business of the converting entity at 4747 McLane Parkway, Temple, Texas 76504 and, from and after the conversion, an executed plan of conversion will be on file at the principal place of business of the converted entity at 4747 McLane Parkway, Temple, Texas 76504.
3. A copy of the plan of conversion will be furnished by the converting entity (prior to the conversion) or by the converted entity (after the conversion) on written request and without cost to any shareholder or member of the converting entity or the converted entity.
4. The converting entity has complied with all provisions of the laws of the State of Texas, the jurisdiction in which the converting entity was organized and which are applicable to the proposed conversion. The converted entity will be responsible for the timely payment of all fees and franchise taxes of the converting entity.
5. The authorized capitalized stock of the converting entity at the time of adoption of the plan of conversion was 10,000 shares of common stock, par value \$0.10 per share, with 10,000 shares of common stock outstanding. The number of votes entitled to be cast was 10,000. Pursuant to an Action by Written Consent of the Board of Directors and Shareholders effective November 1, 2004, approving the conversion, the number of votes cast in favor of the plan of conversion were 10,000. No shares voted against the plan of conversion.
6. A copy of the Articles of Domestication of McLane/Buckeye, Inc., to be filed with the State of Utah, Department of Commerce, Division of Corporations and Commercial Code, is attached to the plan of conversion and will be furnished by the converting entity (prior

to the conversion) or by the converted entity (after the conversion) on written request and without cost to any shareholder or member of the converting entity or the converted entity.

[Signatures to follow on next page]

Dated 11-1-04

McLANE/BUCKEYE, INC.

By: William G. Rosier
William G. Rosier,
President and Chief Executive Officer

790916

RECEIVED

NOV 04 2004

Utah Div. Of Corp. & Comm. Code

**Articles of Domestication
of
McLane/Buckeye, Inc.**

THE UNDERSIGNED, as President of McLane/Buckeye, Inc., hereby submits the following Articles of Domestication for such corporation pursuant to Section 16-10a-1533 of the Utah Revised Business Corporation Act, Chapter 10a of Title 16 of the Utah Code of 1953, as amended (the "Act"):

ARTICLE I - NAME

The name of this corporation is: **Mountain View Marketing, Inc.**

ARTICLE II - PURPOSES AND POWERS

Section 2.1 Purposes. This corporation is organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the Act.

Section 2.2 Powers. The corporation shall have and exercise all powers necessary or convenient for the carrying out of any or all of the purposes for which it is organized.

ARTICLE III - STOCK

The aggregate number of shares of capital stock which this corporation shall be authorized to issue is 10,000 shares of common stock, \$.001 par value per share. All shares of capital stock of this corporation shall be of the same class, common, and shall have the same rights and preferences. Fully paid shares of capital stock shall not be liable to any call and shall be nonassessable.

**ARTICLE IV - REGISTERED AGENT
AND REGISTERED OFFICE**

The name of the registered agent and the address of the registered office of this corporation are as follows:

R. Gary Winger
36 South State Street, Suite 1400
Salt Lake City, Utah 84111

Date: 11/04/2004
Receipt Number: 1287068
Amount Paid: \$37.00

11-04-04P03:28 RCVD

ARTICLE V - LIMITATION UPON DIRECTORS' LIABILITY

Section 5.1 Limitation Upon Directors' Liability. To the fullest extent permitted by the Act, as the same now exists or may hereafter be amended, no director of this corporation shall be personally liable to this corporation or its shareholders for monetary damages for any action taken or any failure to take any action, as a director.

Section 5.2 Amendment or Repeal of Limitation. Any amendment or repeal of this Article V or the adoption of any other provision of the Articles of Incorporation which has the effect of increasing director liability shall operate prospectively only and shall not effect any action taken, or failure to act, by a director of this corporation prior to such amendment, repeal, or other provision becoming effective.

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify all officers and directors of the corporation to the fullest extent permitted by the Act or any other applicable law now in effect or as it may hereafter be amended.

ARTICLE VII - ORIGINAL INCORPORATION, ETC.

Section 7.1 Incorporation. The corporation was originally incorporated on November 30, 1993, in the State of Texas under the name "McLane/Buckeye, Inc."

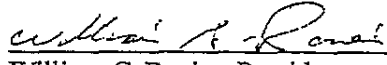
Section 7.2 Name. The name of the corporation immediately prior to the filing of these Articles of Domestication was "McLane/Buckeye, Inc."

Section 7.3 Principal Place of Business. The location of incorporation of the corporation immediately prior to the filing of these Articles of Domestication was the State of Texas and the principal place of business immediately prior to the filing of these Articles of Domestication was located in Temple, Texas.

Section 7.4 Director Approval. The Articles of Domestication were approved and adopted by the Board of Directors of the corporation in an Action by Written Consent.

Section 7.5 Shareholder Approval. The Articles of Domestication were approved and adopted by the sole shareholder of the corporation in an Action by Written Consent.

DATED this 1st day of November, 2004.



William G. Rosier, President

The undersigned hereby accepts appointment as registered agent of the foregoing corporation and confirms that the undersigned meets the requirements of § 16-10a-501 of the Act.



R. Gary Winger, Registered Agent

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