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Division of Corporations

WILLIAM P. GREGORY, P.A.

Florida Department of State

Division of Corporations at Law

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
CONE DISTRIBUTING, INC.**

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RESTATED
ARTICLES OF INCORPORATION
OF
CONE DISTRIBUTING, INC.

The undersigned, pursuant to the unanimous consent of the Shareholders and Board of Directors of Cone Distributing, Inc., in accordance with Section 607.1007 of the Florida Business Corporation Act, hereby restate the Articles of Incorporation of Cone Distributing, Inc. as follows:

ARTICLE I

The name of the Corporation is:
CONE DISTRIBUTING, INC.

ARTICLE II

The Corporation shall be entitled to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The authorized share capital of the Company consists of 10,000 shares of common stock, par value \$1.00 per share, which are divided into three (3) classes of common stock as follows:

<u>Class of Stock</u>	<u>Number of Authorized Shares</u>	<u>Par Value</u>
Class A Non-Voting Common Stock	1282	\$1.00
Class B Non-Voting Common Stock	8618	\$1.00
Class C Voting Common Stock	100	\$1.00

The Class A Non-Voting Common Stock is nonvoting and does, other than with respect to its lack of a vote, possess all of the rights of the Class C Voting Common Stock including, but not limited to, the right to participate with the Class C Voting Common Stock on an equal basis in

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dividend and other distributions from the Company.

The Class B Non-Voting Common Stock is nonvoting and does, other than with respect to its lack of a vote, possess all of the rights of the Class C Voting Common Stock including, but not limited to, the right to participate with the Class C Voting Common Stock on an equal basis in dividend and other distributions from the Company.

ARTICLE IV

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he, she or it already holds, shall have the right to purchase his, her or its pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The Corporation shall have perpetual existence.

ARTICLE VI

The principal office of the Corporation shall be located at 500 N.W. 27th Ave., Ocala, FL 34475 but the Corporation shall have power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII

The Board of Directors of the Corporation shall not be less than one (1) or more than seven (7) unless otherwise provided in the By-Laws. A quorum for the transaction of business shall be a majority of the Board of Directors qualified and acting unless otherwise provided in the By-Laws. The Board of Directors may make or amend the By-Laws; any meeting of the Board of Directors may be held within or without the State of Florida. A person shall not have to be a stockholder in order to qualify as a member of the Board of Director.

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ARTICLE VIII

The time and place of the annual stockholders meeting shall be fixed in the By-Laws or by resolution of the Board of Directors and any stockholder may waive notice thereof either before or after the meeting.

The Board of Directors shall be elected annually by the Shareholders at their annual meeting or at a special meeting held for that purpose. All vacancies in the Board of Directors shall be filled by the Board of Directors until the next annual meeting and the Board of Directors shall have the right to increase or decrease the number of Board of Directors within the limits of these Articles of Incorporation.

ARTICLE IX

The Corporation reserves the right to amend or repeal any of the provisions contained in these Restated Articles of Incorporation or any amendments hereto in accordance with the applicable provisions of the Florida Business Corporation Act and the By-Laws of the Corporation if not in conflict with the Florida Business Corporation Act.

ARTICLE X

Pursuant to Section 48.091 Florida Statutes, the Corporation names Douglas P. Cone, Jr. as its registered agent to accept service of process within this State. The registered office of said corporation is located at 500 N.W. 27th Ave., Ocala, FL 34475.

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**CERTIFICATE OF RESTATED ARTICLES OF INCORPORATION
OF CONE DISTRIBUTING, INC.**

I HEREBY CERTIFY that the attached Restated Articles of Incorporation of Cone Distributing, Inc. do not contain an amendment to the Articles of Incorporation of Cone Distributing, Inc. and I HEREBY FURTHER CERTIFY that the attached Restated Articles of Incorporation of Cone Distributing, Inc. were duly authorized by the unanimous consent of the Shareholders and Board of Directors of Cone Distributing, Inc., effective on May 15, 2013.

Cone Distributing, Inc.

By: _____

Douglas P. Cone, Jr., President

(Corporate Seal)

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