

TRANSMITTAL LETTER

P000000014621

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

SUBJECT: Pro Products, Inc.
(Proposed corporate name - must include suffix)

4000003126224--5
-02/07/00--01121--012
*****87.50 *****87.50

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: DAVID D. WHITMAN
Name (Printed or typed)

5455 Scottview Ln.
Address

LAKE LAND FL 33813-3064
City, State & Zip

863-648-5860
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB - 7 PM 1:38

FILED

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

gjs/10

ARTICLES OF INCORPORATION

of

PRO PRODUCTS, INC.

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: PRO PRODUCTS, INC.

SECOND

The period of its duration is: Perpetual

THIRD

The purpose of the corporation is: The corporation may engage in any activity or business under the laws of United States and the State of Florida's General Corporation Act.

FOURTH

The aggregate number of authorized shares is: 1000 Shares of \$1.00 par value common stock, which should be designated as "Common Stock".

FIFTH

The corporation will not commence business until at least \$500.00 dollars have been received by it as consideration for the issuance of shares.

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SIXTH

Cumulative voting of shares of stock are authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

This corporation may from time to time issue its shares of stock for such consideration (but not less than par so long as the corporation is solvent) as may be fixed from time to time by the board of directors, and may receive in payment thereof, in whole or in part, cash, labor done, personal property, or real property, or leases thereof. In the absence of actual fraud in the transaction, the judgement of the board of directors as to the value of such labor, property, real estate, or leases thereof shall be conclusive. Any and all shares so issued for which the consideration fixed shall have been paid or delivered shall be deemed fully paid stock and shall not be liable to any further call or assesment thereon, and the holders of such shares shall not be liable for any further payment in respect thereof. The corporation may, from time to time, lawfully enter into any agreement to which all, or less than all, the holders of record of the issued and outstanding shares of its capital stock shall be parties restricting the transfer of any and all the shares of its capital stock.

capital stock represented by certificates thereof.

EIGHTH

Provisions for regulating the internal affairs of the corporation are: The corporate powers shall be exercised by the board of directors, except as otherwise provided by statute, by this Articles of Incorporation, or by bylaws hereafter adopted and any amendments to the foregoing. In furtherance, and not in limitation, of the powers conferred by statute, the board of directors is expressly authorized:

(a) To alter the bylaws of this corporation;

(b) To fix and dertermine amd to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of any, accumulated profits shall be declared and paid as dividends, to determine the date or dates for the declaration and payment of dividends; to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in;

(c) To make from time to time (so far as may be permitted by law), temporary secured or unsecured loans when, in the judgement of the board of directors, the money so loaned is not at the time required in the conduct of the business of the corporation. The corporation may, in its bylaws, confer powers upon its board of directors in addition to the foregoing and in addition to the powers and authorities expressly confered upon it by statute.

NINTH

The address of the initial registered office of the corporation is: 5455 Scottview Lane, Lakeland, Florida 33813 and the name of the registered agent at such address is: David D. Whitman

Address of the principal place of business is: 5455 Scottview Lane, Lakeland, Florida 33813

ELEVENTH

The number of directors constituting the initial board of directors of the corporation is two, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

| Name | Address |
|------------------|---|
| David D. Whitman | 5455 Scottview Lane Lakeland, Fl 33813 |
| Willie L. Edel | 2041 Roxburg Ct. Lakeland, Fl 33813 |

TWELFTH

The name and address of the incorporator is: David D. Whitman, 5455 Scottview Lane, Lakeland, FL 33813.

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

Pursuant to chapter 48.091, Florida Statutes, the
following submitted:

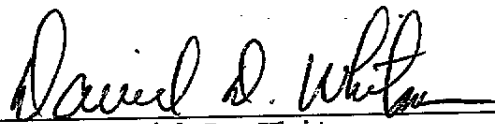
That ON-TIME DISTRIBUTORS, Inc. desiring to organize
under the laws of the State of Florida with its principal
office , as indicated in the Articles of Incorporation in
the County of Polk, State of Florida, has
named David D. Whitman, located at 5455 Scottview Lane,

City of Lakeland, State of Florida, as its agent to
accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above stated corporation, at the place designated in this
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:



David D. Whitman
Resident Agent

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE