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Barbara L. Craig  
2034 Serpentine Circle S  
St Petersburg, FL 33712  
March 8, 2000

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-04/03/00--01087--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: M & B Wholesale, Inc.

Dear Sir/Madam:

Please file the enclosed articles of incorporation and send acknowledgement to me at your earliest convenience. I have enclosed a personal check for the filing fee.

Thank you for your assistance.

Respectfully,

Barbara L. Craig  
Incorporator and Registered Agent

Enclosures a/s

FILED  
00 APR - 3 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# **ARTICLES OF INCORPORATION**

**OF**

**M & B Wholesale, Inc.**

**FILED**  
00 APR -3 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

## **ARTICLE 1: NAME**

The name of the corporation shall be: M & B Wholesale, Inc..

## **ARTICLE 2: PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be:

2034 Serpentine Circle S  
St Petersburg, Florida 33712

## **ARTICLE 3: SHARES**

All stock issued by this Corporation shall be common voting stock of a single class with a par value of \$1.00 per share. The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1,000.

## **ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name of the initial registered agent is Barbara L. Craig, whose registered office is located at the place of business stated in Article 2 above.

## **ARTICLE 5: INITIAL BOARD OF DIRECTORS**

The corporation shall initially have two (2) directors to hold office until the first annual meeting of the stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the by-laws of the Corporation. The name and address of the initial directors are:

Barbara L. Craig  
2034 Serpentine Circle S  
St Petersburg, Fl 33712

Michael W. Bell  
724 115th Ave N #2203  
St Petersburg, Fl 33716

## **ARTICLE 6: NAME AND ADDRESS OF INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Barbara L. Craig  
2034 Serpentine Circle S  
St Petersburg, Fl 33712

## **ARTICLE 7: INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## **ARTICLE 8: AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th Day of March, 2000.

  
Signature

FLORIDA DEPARTMENT OF STATE

Secretary of State

STATEMENT OF CONSENT OF REGISTERED AGENT

FILED  
00 APR -3 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To the Secretary of State of Florida:

1. The name of the corporation is:

M & B Wholesale, Inc.

2. The name and address of the initial registered agent and office are as follows:

Barbara L. Craig  
2034 Serpentine Circle S  
St. Petersburg, Fl 33712

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

  
Barbara L. Craig, Registered Agent