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ACCOUNT NO. : 072100000032

REFERENCE : 835269 3487A

AUTHORIZATION : *Patricia Pigeto*

COST LIMIT : \$ 70.00

ORDER DATE : September 19, 2000

ORDER TIME : 10:59 AM

ORDER NO. : 835269-005

CUSTOMER NO: 3487A

CUSTOMER: Troy Myers, Esq
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

100003398381--7

DOMESTIC FILING

NAME: FRED R. NIEDRICH SALES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

J. 9/19/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 19 PM 3:28

RECEIVED
00 SEP 19 PM 2:28
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
00 SEP 19 PH 3:28

ARTICLES OF INCORPORATION

OF

FRED R. NIEDRICH SALES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FRED R. NIEDRICH SALES, INC.

The address of the principal office of this corporation shall be 511 Harbor Gateway, Sarasota, Florida 34228, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$0.01 par value per share.

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on September 19, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

dew

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be c/o Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P. A., 2033 Main Street, Suite 600, Sarasota, Florida 34237, and the name of the initial registered agent of the corporation at that address is Troy H. Myers, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Fred R. Niedrich 511 Harbor Gateway
Pres./Dir. Sarasota, Florida 34228

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

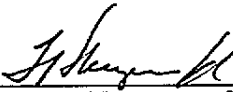
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DIVISION OF CORPORATIONS

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TROY H. MYERS, JR., an individual residing in the State of Florida, with business office at c/o Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main St. Ste. 600, Sarasota, Florida 34237, who has been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

FRED R. NIEDRICH SALES, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Troy H. Myers, Jr.