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October 12, 2000

**CORPORATE RECORDS BUREAU**

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

Re: **SHELFFAST, INC.**

Dear Sir/Madam:

Enclosed please find original and executed copy of the Articles of Incorporation for **SHELFFAST, INC.** Further enclosed is our trust check payable to the Secretary of State in the amount of \$70.00 to cover the filing fee and registered agent designation. We **WILL NOT** require a certified copy of the Articles at this time.

Please return to our office a copy of the Articles as filed.

Thank you for your prompt attention to this matter.

Sincerely yours,

ROGERS, MORRIS & ZIEGLER



Romney C. Rogers

RCR/lsf  
Encs.

s/shelffast/sec.of state

FILED  
OCT 16 AM 9:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

900003425569-6  
-10/16/00-01078-011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

10/18

FILED  
00 OCT 16 AM 9:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SHELFFAST, INC.

Article I - Name

The name of this corporation is: Shelffast, Inc.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue One Hundred Shares of common stock at One Dollars par value.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his 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 VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5740 North Federal Highway, Fort Lauderdale, Florida 33308; and the name of the initial registered agent of this corporation at that address is: SHELTON DEALERSHIPS, INC., 5740 North Federal Highway, Fort Lauderdale, Florida 33308.

Article VII - Initial Board of Directors

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of initial Directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

THOMAS M. SHELTON  
5740 North Federal Highway  
Fort Lauderdale, Florida 33308

STEPHEN H. SHELTON  
5740 North Federal Highway  
Fort Lauderdale, Florida 33308

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: **THOMAS M. SHELTON, 5740 North Federal Highway, Fort Lauderdale, Florida 33308.**

Article IX - Indemnification

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9<sup>th</sup> day of October, 2000.

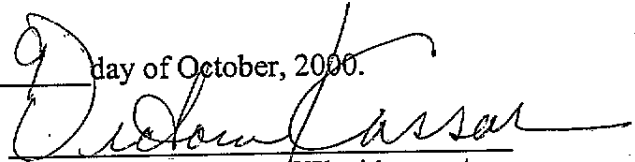
  
\_\_\_\_\_  
**THOMAS M. SHELTON, Incorporator**

STATE OF FLORIDA       )  
COUNTY OF BROWARD   )

Before me, a Notary Public, appeared **THOMAS M. SHELTON**, who is personally known to me and being known to me to be the person described in and who executed the foregoing

instrument, and acknowledged to and before me that he executed said instrument for the purposes expressed therein.

WITNESS my hand and official seal on this 9 day of October, 2000.



Notary Public, State of Florida

Print Name: VICTORIA KASSIR

Commission No.: 9-23-2000

My Commission Expires:



Victoria Lynne Kassir

My Commission CC777913

Expires September 23, 2002

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
00 OCT 16 AM 9:43  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

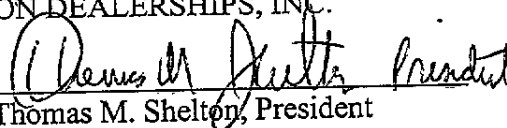
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST -- THAT SHELFAST, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT  
5740 North Federal Highway, Fort Lauderdale, Florida 33308, HAS NAMED SHELTON  
DEALERSHIPS, INC., AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS  
FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE  
TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
AND COMPLETE PERFORMANCE OF MY DUTIES.

SHELTON DEALERSHIPS, INC.

BY:

  
Thomas M. Shelton, President

DATED this 9th day of October, 2000.