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November 9, 2000

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

**SUBJECT: A & T's Marketing & Distribution, Inc.**

FILED  
00 NOV 13 PM 3:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 for filing fee. Please return articles to:

**QuickBooks Tax & Accounting Services, Inc.**  
1890 West Bay Drive Ste. W-4  
Largo, Florida 33770  
Phone: (727) 581-3112

gxm/15

## ARTICLES OF INCORPORATION

The undersigned subscribers to these Articles of Incorporation, Competent to Contract, hereby form a corporation under the laws of the State of Florida.

### ARTICLE ONE

#### CORPORATE NAME

The name of the corporation is:

**A & T's Marketing & Distribution, Inc.**

### ARTICLE TWO

#### DURATION

The corporation shall exist perpetually unless dissolved under Florida law.

### ARTICLE THREE

#### PURPOSE

The corporation is organized for the purpose of engaging in any lawful activity or business permitted under the laws of the United States, and the State of Florida.

### ARTICLE FOUR

#### CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock, par value of ONE DOLLAR (\$1.00), which shall be voting stock shares.

### ARTICLE FIVE

#### COMMENCEMENT OF BUSINESS

The Corporation will not begin business activity until it has received the value of the shares, the equivalent of ONE Hundred Dollars (\$100.00), in cash or property.

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## **ARTICLE SIX**

### **BOARD OF DIRECTORS**

The corporation shall have ONE (1) director and may be increased or diminished from time to time as allowed in the bylaws, but shall never be less than one. The initial director shall be.

**Tom McLachlan**

## **ARTICLE SEVEN**

### **PRINCIPAL OFFICE ADDRESS**

The address of the principal office is:

**4718 12<sup>th</sup> Avenue North  
St. Petersburg, FL 33713**

## **ARTICLE EIGHT**

### **REGISTERED OFFICE AND AGENT**

The name and address of the registered agent is:

**Tom McLachlan  
4718 12<sup>th</sup> Avenue North  
St. Petersburg, FL 33713**

## **ARTICLE NINE**

### **INCORPORATOR**

The incorporator name and address is:

**Tom McLachlan  
4718 12<sup>th</sup> Avenue North  
St. Petersburg, FL 33713**

## ARTICLE TEN

### BYLAWS

The directors are empowered to make, alter, amend or repeal any and all bylaws of the corporation without restrictions of the powers conferred by the Statutes of the State of Florida.

## ARTICLE ELEVEN

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

## ARTICLE TWELVE

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the shareholders of the corporation.

Signed this 8 day of November, 2000

  
Tom McLachlan  
INCORPORATOR

REGISTERED AGENT OF: A & T's Marketing & Distribution, Inc.

I, **Tom McLachlan**, accept the designation of Registered Agent for the corporation named above and agree to maintain the registered office of the corporation as required.

SIGNED:

  
Tom McLachlan  
REGISTERED AGENT

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TALLAHASSEE, FLORIDA