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FLORIDA PROFIT CORPORATION OR P.A.

All Star Distribution, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF
ALL STAR DISTRIBUTION, INC.

The undersigned, acting as incorporator of All Star Distribution, Inc. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is All Star Distribution, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the initial principal office and the mailing address of the Corporation are:

2403 Corbett Street
Jacksonville, Florida 32204

ARTICLE III - COMMENCEMENT OF EXISTENCE

The Corporation will exist perpetually, commencing on the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 1,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the Corporation's initial registered office, and (ii) names Intrastate Registered Agent Corporation as the Corporation's initial registered agent at that address to accept service of process within the State of Florida.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator are:

Name

Address

William Schumpp

2403 Corbett Street
Jacksonville, Florida 32204

Prepared by Pamela J. Simmons
Florida Bar No. 0389269
Holland & Knight LLP
50 N. Laura St., Suite 3900
Jacksonville, FL 32202
904-353-2000

H02000157227 8

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02 JUN 25 PM 3:52
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ARTICLE VII - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.



William Schumpp, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

The undersigned corporation hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and hereby acknowledges that it is familiar with, and accepts, the obligations of such position.

INTRASTATE REGISTERED AGENT
CORPORATION

Dated: June 25, 2002

By: 

Crystal J. Adkins, Vice President

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