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2003 FEB 18 PM 3:10
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02-19-03
TB

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATION
P O BOX 6327
TALLAHASSEE FL 32314

SUBJECT : HICKS DISTRIBUTING OF FLORIDA, INC.

ENCLOSED IS AN ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION AND A
CHECK FOR:

\$78.75 - FILING FEE AND CERTIFIED COPY (AN ADDITIONAL COPY IS ATTACHED)

FROM: HICKS DISTRIBUTING OF FLORIDA, INC.
520 TOM SAWYER LANE
CRESTVIEW FLORIDA 32536

ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATORS, FOR THE PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE ONE- NAME

THE NAME OF THE CORPORATION SHALL BE:

HICKS DISTRIBUTING OF FLORIDA, INC.

ARTICLE TWO- PRINCIPLE OFFICE

THE PRINCIPLE PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

520 TOM SAWYER LANE CRESTVIEW FLORIDA 32536

ARTICLE THREE – MAILING ADDRESS

THE MAILING ADDRESS OF THIS CORPORATION SHALL BE:

520 TOM SAWYER LANE CRESTVIEW FLORIDA 32536

ARTICLE FOUR- SHARES

THE NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100 SHARES OF ONE DOLLAR PAR (\$1.00) VALUE COMMON STOCK

ARTICLE FIVE – INTIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

ROBERT A. HICKS
520 TOM SAWYER LANE
CRESTVIEW FL 32536

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CLERK OF DISTRICT COURT
FLORIDA

ARTICLE SIX – INCORPORATORS

THE NAMES OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION ARE:

ROBERT A. HICKS AND AMEILA G. HICKS

ARTICLE SEVEN – OFFICERS

THE NAMES AND TITLES OF THE INITIAL OFFICERS OF THE CORPORATION ARE:

ROBERT A HICKS PRESIDENT

AMELIA G. HICKS SECRETARY/TREASURER

ARTICLE EIGHT – THIS CORPORATION SHALL HAVE A PERPETUAL EXISTENCE .

ARTICLE NINE – NATURE OF BUSINESS POWERS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS TO ENGAGE IN ANY NATURE OF LEGAL BUSINESS ALLOWED IN FLORIDA.

ARTICLE TEN – CUMULATIVE VOTING

EACH SHAREHOLDER ENTITLED TO VOTE SHALL HAVE A NUMBER OF VOTES EQUAL TO THE NUMBER OF VOTING SHARES HELD BY THE SHAREHOLDER.

ARTICLE ELEVEN – AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE STOCKHOLDERS.

ARTICLE TWELVE – INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY INCREASE BY THE BY-LAWS.

THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

ROBERT A. AND AMELIA G. HICKS

ARTICLE THIRTEEN – TAX ARTICLE

IT IS THE INTENTION OF THIS CHARTER THAT THE DIRECTOR SHALL SELL THE CAPITAL STOCK OF THIS CORPORATION IN ACCORDANCE WITH THE CONDITIONS OF SECTION 1242-1244, INCLUSIVE, OF THE INTERNAL REVEUNE SERVICE CODE.

ARTICLE FOURTEEN – PREEMPTIVE RIGHTS

EVERY SHAREHOLDER OF THIS CORPORATION UPON THE SALE FOR CASH OF ANY STOCK OF THIS CORPORATION WHICH IS HELD BY ANOTHER SHAREHOLDER OF THIS CORPORATION SHALL HAVE THE INITIAL RIGHT TO PURCHASE THAT STOCK AT THE PRICE IT WILL BE OFFERED TO OTHERS OUTSIDE OF THE CORPORATION.

ARTICLE FIFTEEN - EFFECTIVE DATE

CORPORATION SHALL HAVE AN EFFECTIVE DATE BEGINNING ON MARCH 1, 2003.

THE UNDERSIGNED INCORPORATORS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 14 DAY OF February, 2003.

[Signature]
[Signature]

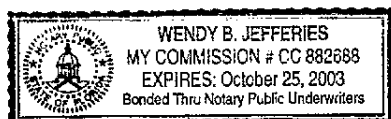
STATE OF FLORIDA
COUNTY OF OKALOOSA COUNTY

THE FOREGOING INSTRUMENT WAS SUBSCRIBED AND SWORN TO BEFORE ME THIS 14 DAY OF Feb, 2003.

[Signature]

NOTARY PUBLIC

MY COMMISSION EXPIRES 10-25-2003



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROCESS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT.

1. THE NAME OF THE CORPORATION IS: HICKS DISTRIBUTING OF FLORIDA, INC.
2. THE NAME OF THE REGISTERED AGENT IS : ROBERT A. HICKS
3. THE ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

520 TOM SAWYER LANE
CRESTVIEW FL 32536

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.


REGISTERED AGENT
ROBERT A. HICKS

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