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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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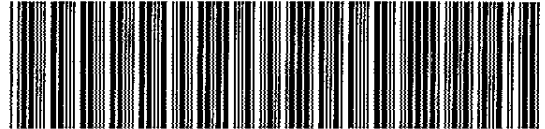
(Business Entity Name)

(Document Number)

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03 JUN 17 AM 10:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mm 6/19

*Troup &  
Associates, CPAs, PA*  
Certified Public Accountants

June 10, 2003

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

Re: SCHEER DISTRIBUTING, INC.

Dear Sirs:

Please find enclosed two copies of the Articles of Incorporation for the aforementioned, SCHEER DISTRIBUTING, INC.

A check in the amount of \$78.75 for the filing of same, and the return of a certified copy, is attached.

If you have any questions or require additional information, please advise.

Sincerely,

*David L. Troup*

David L. Troup  
Certified Public Accountant

DLT/pp

Enclosures (3)

ARTICLES OF INCORPORATION  
OF  
SCHEER DISTRIBUTING, INC.

FILED  
JUN 17 AM 10:07  
03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

SCHEER DISTRIBUTING, INC.

ARTICLE II

The general purpose of the corporation shall be to conduct business or engage in any other activity under the laws of the State of Florida and the United States, whether for profit or otherwise.

ARTICLE III

The corporation shall begin existence as of the date of filing with the Secretary of State and shall have perpetual existence.

ARTICLE IV

The amount of capital with which the corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

The amount of capital stock authorized to be issued by the corporation shall be one million (1,000,000) shares of common stock having a par value of one dollar (\$1.00) per share. Each of the shares of said stock shall entitle the holder thereof to one vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, property, labor or services at a fair evaluation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable. The stock

shall be issued pursuant to Section 1244 of the Internal Revenue Code, 1954, as amended.

#### ARTICLE VI

The street address of the corporation's initial principal office shall be 16605 Scheer Boulevard, Hudson, Florida 34667 and the name of the corporation's initial registered agent at such address is Helen G. Lovell. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with the provisions of Section 607.037 of the Florida Statutes.

#### ARTICLE VII

There shall not be fewer than three directors of said corporation. The directors are elected according to the by-laws.

#### ARTICLE VIII

The number of directors constituting the initial Board of Directors shall be four and the names and addresses of those persons to serve as members thereof are as follows:

Helen G. Lovell  
16605 Scheer Boulevard  
Hudson, Florida 34667

William P. Lovell  
16605 Scheer Boulevard  
Hudson, Florida 34667

Ronald W. Moran  
415 East Chadwick Drive  
Muskegon, Michigan 49445

Anton W. Uselis  
30 Turtle Creek Circle  
Oldsmar, Florida 34677

#### ARTICLE IX

The name and address of the incorporator is as follows:

Helen G. Lovell  
16605 Scheer Boulevard  
Hudson, Florida 34667

ARTICLE X

The holders of the stock of this corporation shall have the preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the shares originally issued and subscribed for by the stockholders of this corporation, whether such additional shares be issued for cash, property, labor, services or any other consideration, and whether or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation.

ARTICLE XI

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred upon the stockholders herein shall be subject to this reservation.

IN WITNESS WHEREOF, I the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated, and have hereunto set my hand.

Helen G. Lovell  
Helen G. Lovell

STATE OF FLORIDA  
COUNTY OF PASCO

BEFORE ME, THE undersigned authority, on this 13 day of June, 2003, personally appeared Helen G. Lovell who is personally known to me or who has produced fla drivers license (type of identification) as identification to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

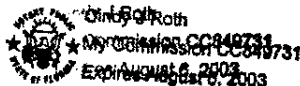
WITNESS my hand and official seal the year and day last aforesaid.

*appeared before me to execute these articles*

Craig Roth

NOTARY PUBLIC  
State of Florida at Large

Seal:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITH THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

FIRST....That SCHEER DISBTRIBUTING, INC., desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the Articles of Incorporation at the City of  
Hudson, County of Pasco, State of Florida, has named Helen G.  
Lovell, 16605 Scheer Boulevard, Hudson, Florida 34667 as its  
agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process  
for the above state corporation, at the place designated in this  
certificate, I hereby accept to act in this capacity, and agree  
to comply with the provision of said Act relative to keeping open  
said office.

*State of Florida County of Pasco*

Dated this 13 day of June, 2003.

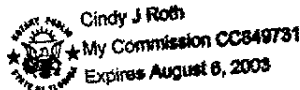
*Appeared before me did not take oath*

*SuTP*

*Helen G. Lovell*  
Helen G. Lovell

*Cindy J Roth*

*Notary Public - Cindy J Roth*



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