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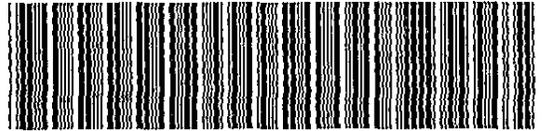
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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06 JAN 18 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Silvers JAN 24 2005



Jack Locklin, Jr.  
Board Certified  
Real Estate Attorney

Angela J. Jones

Daniel P. Saba

Oscar J. Locklin

January 12, 2006

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: **M & C HERRING, INC.**

Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation and Registered Agent Certification of **M & C HERRING, INC.** Our firm's check in the amount of \$78.75 payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total .....	<u>\$78.75</u>

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TALLAHASSEE, FLORIDA  
06 JAN 18 PM 1:48

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification. Thank you.

Yours very truly,

Shirley E. Wilkerson  
Assistant to Jack Locklin Jr.

Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**M & C HERRING, INC..**

**ARTICLE - I**

The name of this corporation is: **M & C HERRING, INC.**

**ARTICLE - II**

The purpose of this corporation is to own, manage and operate a retail tool business, and any and all other lawful business.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

**ARTICLE IV - PRE EMPTIVE RIGHTS**

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

**ARTICLE V - INITIAL REGISTERED**

**OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 4319 Frazier Lane, Pace, Florida 32571, and the name of the initial registered agent of this corporation at that address is Camron Herring The principal office is at the address of

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 JAN 18 PM 1:49

4319 Frazier Lane, Pace, Florida 32571.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors, initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Marty Dale Herring	4319 Frazier Lane Pace, Florida 32571
Carmon Herring	4319 Frazier Lane Pace, FL 32571

**ARTICLE VII - INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is Marty Dale Herring, 4319 Frazier Lane, Pace, Florida 32571.

**ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE IX - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 10 day of January, 2006.

Marty Dale Herring  
Marty Dale Herring

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared Marty Dale Herring, to me well known and known to me to be the individual described in or who presented DRIVERS LICENSE as identification, and who executed the foregoing Articles of Incorporation of **M & C HERRING, INC.** and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 10 day of January, 2006.

[Signature]  
Notary Public  
My commission expires: \_\_\_\_\_



**JACK LOCKLIN, JR.**  
MY COMMISSION # DD 480001  
EXPIRES: December 28, 2009  
Bonded Thru Budget Notary Services

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

**M & C HERRING, INC.**, desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Milton, Santa Rosa County, Florida, has named Carmon Herring, of 4319 Frazier Lane, Pace, FL 32571, as agent to accept service of process within the state.

**M & C HERRING, INC.**

BY: Marty Dale Herring  
Marty Dale Herring

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 JAN 18 PM 1:49

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Carmon Herring  
Carmon Herring