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FLORIDA DIVISION OF CORPORATIONS
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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

54 NW 11TH ST

STATE OF FLORIDA

409 EAST GAINES STREET

MIAMI FL 33136-2890062-0000

TALLAHASSEE, FL 32399

CONTACT: LYNN FRIEDMAN

FAX: (904) 922-4000

PHONE: (305) 358-2571

FAX: (305) 358-7832

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ON A ROLL DISTRIBUTORS, INC.

FAX AUDIT NUMBER: H95000000001

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/03/1995

TIME REQUESTED: 08:54:42

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FLORIDA DIVISION OF CORPORATIONS

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January 3, 1995

ACE INDUSTRIES

SUBJECT: ON A ROLL DISTRIBUTORS, INC.
REF: W95000000016

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

Do you like this letter? Y/N

A CORPORATION CAN ONLY HAVE ONE REGISTERED AGENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Martha Brim
Corporate Specialist

FAX Aud. #: H95000000001
Letter Number: W95000000016

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida
32314

Do you like this letter? Y/N

H9500001

ARTICLES OF INCORPORATION

of ON A ROLL DISTRIBUTORS, INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: ON A ROLL DISTRIBUTORS, INC.Address of the Corporation: 13350 N.W. 160th AVENUE
MORRISTON, FLORIDA 32668

Article 2: DURATION: Term of existence of the corporation is perpetual.

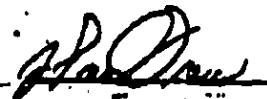
Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000PAR VALUE \$0.01 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

13350 N.W. 160th AVENUE MORRISTON, FLORIDA 32668and the name of the initial registered agent at such address is J. PAUL FREER

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation



Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

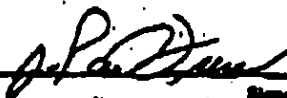
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. J. PAUL FREER 13350 N.W. 160th AVENUE MORRISTON, FLORIDA 32668CHRISTINE FREER 13350 N.W. 160th AVENUE MORRISTON, FLORIDA 32668

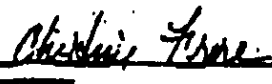
Article 7: The Name and address of the incorporator is:

J. PAUL FREER 13350 N.W. 160th AVENUE MORRISTON, FLORIDA 32668CHRISTINE FREER 13350 N.W. 160th AVENUE MORRISTON, FLORIDA 32668

In witness whereof I have subscribed my name



Signature of Incorporator



J. PAUL FREER

CHRISTINE FREER

H95-00001
ACE INDUSTRIES, INC.
84 NW 11th Street
Miami, FL 33136
305-358-2871

P95000000596

Peter and Gail Bockiaro
1626 E. St James Loop
Inverness, Florida 34453
(352)726-3420

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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To Whom It May Concern:

Enclosed please find a check and proper paperwork for a name change for ON A ROLL
DISTRIBUTORS, Inc. Please file as soon as possible.

Thank you,

Gail Bockiaro

N/C

VS DEC 27 1996

ARTICLES OF AMENDMENT
ON A ROLL DISTRIBUTORS, INC.

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SECRETARIES OF
THE STATE OF
FLORIDA

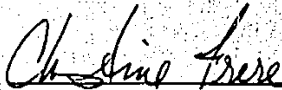
ON A ROLL DISTRIBUTORS, INC. submits these Articles of Amendment pursuant to Florida Statute 607.1006, amending the Articles filed by the Corporation on January 4, 1995 as follows:

ARTICLE I: The name of the Corporation is hereby changed to FRERE COMPANY, INC.

The foregoing amendment was adopted by the officers, directors, and shareholders of the Corporation by unanimous consent on December 11, 1996.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed these Articles of Amendment this 11 day of December, 1996.

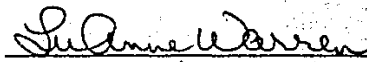

J. PAUL FRERE, PRESIDENT


CHRISTINE FRERE, SECRETARY

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY that on this day before me personally appeared J. Paul Frere and Christine Frere, who produced FIDL as identification and did not take an oath and who executed the foregoing Articles of Amendment for the above-named Corporation, and they acknowledged before me that they executed the same for the purposes expressed therein.

WITNESS my hand and official seal at Ocala, Florida this 11 day of December, 1996.


Notary Public, State of Florida

