

995 00001083
MCLEOD, MCLEOD & MCLEOD, P. A.

Attorneys and Counselors at Law
Post Office Drawer 950
Apopka, Florida 32704-0950

Johnie A. McLeod
Raymond A. McLeod
William J. McLeod
James S. Curry *

February 2, 1995

48 East Main Street
Telephone: 407/886-3300
Telecopier: 407/886-0087

*Also admitted in Nebraska
Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

RE: SALE EXPRESS, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:


Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you.

Sincerely yours,

000001398850
-02/07/95--01031--007
****122.50 ****122.50


Raymond A. McLeod

RAM/jlk

Enclosures

2/9/95


**ARTICLES OF INCORPORATION
OF
SALES EXPRESS, INC.**

FILED
95 FEB - 6 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of a corporation under the Florida
Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is **SALES EXPRESS, INC.**.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

The name and address of the Initial Registered Agent and the principal office of this corporation is the same, as follows: ERNEST B. PORTERFIELD, 2111 Hidden Pine Lane, Apopka, Florida 32712.

ARTICLE VI

This corporation shall have two (2) Directors initially, and the number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial Directors of this corporation are:

ERNEST B. PORTERFIELD
2111 Hidden Pine Lane
Apopka, Florida 32712

LOIS A. PORTERFIELD
2111 Hidden Pine Lane
Apopka, Florida 32712

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is ERNEST B. PORTERFIELD, 2111 Hidden Pine Lane, Apopka, Florida 32712.

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

Shares held by the initial stockholder(s) may not be resold or otherwise transferred to other persons unless such shares are offered to the corporation and the price and terms at which, and the time in which, such shares may be offered and sold shall be further specified in the By-Laws.

ARTICLE X

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XI

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE XII

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

ARTICLE XIII

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with no less than a majority vote of the common stock issued and outstanding.

ARTICLE XIV

If all Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator and Initial Resident Agent has executed these Articles of Incorporation this 31st day of January, 1995.

Ernest B. Porterfield
ERNEST B. PORTERFIELD
Incorporator

Ernest B. Porterfield
ERNEST B. PORTERFIELD
Initial Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared ERNEST B. PORTERFIELD, to me known to be the person who executed the foregoing Articles of Incorporation of SALES EXPRESS, INC. as the Incorporator and Initial Registered Agent, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this 3rd day of January, 1995.

Raymond A. McLeod
Notary Public

Printed Name of Notary

My commission expires
RAYMOND A. MCLEOD
MY COMMISSION # CC 187794 EXPIRES
March 19, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

(SEAL)

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared ERNEST B. PORTERFIELD, known to me to be the person who accepted designation as Registered Agent on behalf of SALES EXPRESS, INC., and he acknowledged before me that he executed this Acceptance of Designation as Registered Agent freely and voluntarily.

Ernest B. Porterfield
ERNEST B. PORTERFIELD

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 31st day of January, 1995.

Raymond A. McLeod
Notary Public

(SEAL)

Printed name of Notary

My Commission Expires



RAYMOND A. MCLEOD
COMMISSION # CC 187794 EXPIRES
March 19, 1996
BONDED THROUGH TROY FAIR INSURANCE, INC.

[PORTERFIELD.ART/01-31-95/RAM]