

WALLACE & KLOR, P.C.

ATTORNEYS AT LAW
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Craig D. Curtright
John E. Klor
Lawrence E. Mann
Marjorie C. Masters
Edward S. McDermott III
Mark W. Potter
Schell J. Wallace, Jr.
ALL INFORMATION IS
HANDLED BY HAND

Please mail correspondence
to our Portland address

February 17, 1995

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

RE: Incorporation of SAQ Corp.

Enclosed is an original and one copy of the proposed articles of incorporation for SAQ Corp. I have enclosed my firm's check in the amount of \$122.50 to cover your fee for issuing a certified copy of the articles of incorporation once they are accepted by the Division of Corporations.

Also enclosed is a signed Certificate of Designation of Registered Agent/Registered Office for SAQ Corp. signed by our proposed registered agent, Mr. Ted Meekma.

If the articles of incorporation are accepted, please return a certified copy to

Craig D. Curtright
Wallace & Klor, P.C.
One SW Columbia, Suite 555
Portland, OR 97258

Please let me know if any additional monies or information is needed to create the proposed corporation. My daytime telephone number is (503) 224-8949.

I would appreciate you processing the enclosed forms as quickly as possible.

Sincerely,

WALLACE & KLOR, P.C.

Craig D. Curtright

CDC:cas
Enclosures
cc: Mr. Randy Smythe w/encs

**Articles of Incorporation
of
SAQ CORP.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

SAQ CORP.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5500 34th Street West
Bradenton, FL 34210

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares at \$-0- par value per share

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

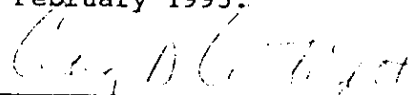
Ted Meekma
5500 34th Street West
Bradenton, FL 34210

ARTICLE V - INCORPORATORS

The name and street address of the incorporator to the Articles of Incorporation is:

Craig D. Curtright, Esquire
One SW Columbia, Suite 555
Portland, OR 97258

The undersigned incorporator has executed these Articles of Incorporation this 17th day of February 1995.



Craig D. Curtright

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

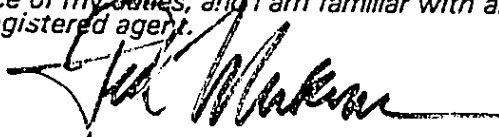
1. The name of the corporation is: SAG Corp.

2. The name and address of the registered agent and office is:

Mr. Ted Meekma
(Name)
5500 34th Street West
(P.O. Box ~~not~~ acceptable)
Bradenton, Florida 34210
(City/State/Zip)

RECEIVED
FEB 20 AM 8:16

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.


(Signature)

WALLACE & KLOR, P.C.

ATTORNEYS & COUNSELLORS AT LAW

555 BENJAMIN FRANKLIN PLAZA
ONE SOUTHWEST COLUMBIA
PORTLAND, OREGON 97258
(503) 224-8949
FAX (503) 224-0410

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Craig D. Curtright
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Marje G. Masters
Edward S. McGilone III
Mark W. Potter
Leah P. Sideras
Schuier J. Wallace, Jr.
MILWAUKEE, OREGON, USA
WASHINGTON, D.C.

Please mail correspondence
to our Portland address

October 24, 1995

P95000014524

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

RE: Dissolution of SAQ Corp.

Enclosed for filing is the Articles of Dissolution for SAQ Corp. together with our firm's check in the amount of \$35.00 to cover your fee for filing this document. Please see that the document is filed as soon as possible.

Sincerely,

WALLACE & KLOR, P.C.

Craig D. Curtright

CDC:cas

Enclosures

cc: Mr. Randy Smythe w/enc

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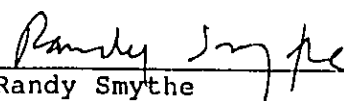
ARTICLES OF DISSOLUTION FOR SAQ CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 30 PM 1:37

Pursuant to the Florida Business corporation Act § 607.1401, the sole director of SAQ Corporation, hereby presents the following information for dissolution of the corporation:

1. The name of the corporation being dissolved is SAQ CORP.;
2. The date of filing of the corporation's Articles of Incorporation was February 20, 1995;
3. None of the corporation's shares have been issued;
4. No debts of the corporation remain unpaid;
5. There are no net assets to distribute; and
6. The sole director, Randy Smythe, has authorized, by affixing his name below, the dissolution of the corporation.

The undersigned, being the sole director of SAQ Corp., has executed these Articles of Dissolution of SAQ Corp. this 26 day of September 1995.



Randy Smythe
Sole Director