TRANSMITTAL LETTER

2-14-95

P95000017550

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

400001416364
-02/27/95--01078--019
*****70.00 *****70.00

SUBJECT: BIG LAKE WHOLESALE, INC.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for $70.00 .

FROM: James N. Tyler, M.B.A.
Name (Printed or typed)
909 So. Parrott Avenue-Suite 13 B
Address
Okeechobee, Fl. 34974
City, State & Zip
813-467-4200
Telephone number

95 FEB 27 PM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

NOTE: Please provide the original and one copy of the articles.

N7163-5

FILED
95 FEB 27 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

BIG LAKE WHOLESALE, INC.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

THE NAME OF THE CORPORATION IS:

BIG LAKE WHOLESALE, INC.

ARTICLE II

THE DURATION OF THE COPORATION IS PERPETUAL.

ARTICLE III

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1.) TO SUCH EXTEND AS A CORPORATION ORGANIZED UNDER THE BUSINESS CORPORATION LAW OF THIS STATE MAY NOW OR HEREAFTER LAWFULLY DO, TO DO, EITHER AS PRINCIPAL OR AGENT AND EITHER ALONE OR IN CONNECTION WITH OTHER CORPORATIONS, FIRMS, OR INDIVIDUALS ALL AND EVERYTHING NECESSARY, SUITABLE, CONVENIENT, OR PROPER FOR, OR IN CONNECTION WITH, OR IN IDENT TO, THE ACCOMPLISHMENT OF ANY OF THE ATTAINMENT OF ANY MORE OF THE OBJECTS HEREIN ENUMERATED, OR DESIGNED DIRECTLY OR INDIRECTLY TO PROMOTE THE INTERESTS OF THIS CORPORATION OR TO ENHANCE THE VALUE OF ITS PROPERTIES; AND IN GENERAL TO DO ANY AND ALL THINGS AND EXERCISE ANY AND ALL POWERS, RIGHTS, AND PRIVILIGE, WHICH A CORPORATION MAY NOW OR HEREAFTER BE ORGANIZED TO DO OR TO EXERCISE UNDER THE BUSINESS CORPORATION LAW OF THIS STATE OR UNDER ANY ACT AMENDATORY THEREOF, SUPPLEMENTAL THERETO, OR SUBSTITUED THEREFORE.

2.) TO DO SUCH THINGS THAT ARE INCIDENTAL TO THE

FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS FIVE HUNDRED (500). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE $1.00 PAR VALUE.

EVERY SHAREHOLDER, UPON SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

THE CORPORATION IS AUTHORIZED TO ISSUE ONLY ONE CLASS OF STOCK, AND ALL ISSUED STOCK SHALL BE HELD OF RECORD BY NOT MORE THAN THIRTY-FIVE (35) PERSONS. STOCK SHALL BE ISSUED AND TRANSFERABLE ONLY TO NATURAL PERSONS WHO ARE NOT NONRESIDENT ALIENS.

ARTICLE V

THE ADDRESS OF THE INITIAL REGISTERED OFFICE IS: 909 SO. PARROTT AVE.SUITE 13B,OKEECHOBEE, FL. 34974 AND THE NAME OF ITS INITIAL RESIDENT AGENT IS: JAMES N. TYLER. THE CORPORATION'S OPERATING ADDRESS IS: 207 S.W. 5TH AVENUE OKEECHOBEE, FL. 34974.

ARTICLE VI

THE SOLE DIRECTOR CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS ONE (1).

JAMES N. TYLER
909 SO. PARROTT AVE
SUITE 13B,
OKEECHOBEE, FL. 34974

ARTICLE VII

DIRECTORS - REMOVAL BY STOCKHOLDERS. THE STOCKHOLDERS SHALL HAVE THE RIGHT AT ANY REGULAR MEETING, OR AT ANY SPECIAL MEETING CALLED FOR SUCH PURPOSE, TO REMOVE ANY DIRECTOR OF THE CORPORATION WITH OR WITHOUT CAUSE.

ARTICLE VIII

DIRECTORS - INDEMNIFICATION. THE CORPORATION MAY INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE IX

STOCKHOLDERS MEETING. THE PRESENCE, AT ANY STOCKHOLDER'S MEETING, IN PERSON OR BY PROXY, OF PERSON ENTITLE TO VOTE ALL OF THE SHARES OF THE CORPORATION THEN ISSUED AND OUTSTANDING SHALL CONSTITUTE A QUORUM OF THE TRANSACTION OF BUSINESS.

THE AFFIRMATIVE VOTE OF THE OUTSTANDING SHARES OF THE CORPORATION SHALL BE CONSIDERED THE ACT OF THE STOCKHOLDERS.

ARTICLE X

DIRECTORS - MEETINGS. ALL OF THE AUTHORIZED NUMBER OF DIRECTORS SHALL CONSTITUTE A QUORUM OF THE BOARD OF DIRECTORS FOR THE TRANSACTION OF BUSINESS.

THE CONSENT OF ALL OF THE DIRECTORS SHALL BE REQUIRED TO CONSTITUTE ANY ACT OR DECISION OF THE BOARD OF DIRECTORS.

ARTICLE XI

THE NAME AND THE ADDRESS OF THE INCORPORATOR IS:

BIG LAKE WHOLESALE, INC.
207 S.W. 5TH AVENUE
OKEECHOBEE, FL. 34974

EXECUTED BY THE UNDERSIGNED AT OKEECHOBEE, FLORIDA ON THIS ______16th OF ______February______ 1995.

James S. Tyler

JAMES N. TYLER

FILED
95 FEB 27 PM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF OKEECHOBEE;

BEFORE ME THE UNDERSIGNED AUTHORITY AUTHORIZED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGEMENTS PERSONALLY APPEARED JAMES N. TYLER, ON THE 16th DAY OF February 1995, AND WHO AFTER BEING DULY CAUTIONED AND SWORN DEPOSED AND STATED THAT THEY EXECUTED THE SAME FOR THE PURPOSED EXPRESSED THEREIN.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 16th DAY OF February, 1995.

NOTARY PUBLIC
STATE OF FLORIDA
STEVEN CHARLES BLAKE
My Commission CC278808
Expires Apr 21 1997
Bonded by ANB
800-852-5878

Steven C. Blake
NOTARY PUBLIC

CONSENT OF RESIDENT AGENT TO ACCEPT SERVICE

JAMES N. TYLER, HEREBY AGREES TO BE THE RESIDENT AGENT FOR BIG LAKE WHOLESALE INC.
AND FURTHER HEREBY AGREES TO ACCEPT ANY AND ALL CORRESPONDENCE DIRECTED TO SAID CORPORATION ADDRESSED TO THE REGISTERED OFFICE AT:

909 SO. PARROTT AVE.
SUITE 13 B
OKEECHOBEE, FL 34974

JAMES N. TYLER

P950000017550

CONELY & CONELY, P.A.
[illegible]

T.W. CONELY, JR. 1892-1960
TOM W. CONELY, III

TELEPHONE - (813) 763-3825
TELEPHONE - (813) 763-2707
FACSIMILE - (813) 763-0850

May 30, 1995

500001503785
-06/01/95--01102--002
*****35.00 *****35.00

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

Re: BIG LAKE WHOLESALE, INC.

Gentlemen:

Enclosed please find Statement of Change of Registered Office and Registered Agent for the above corporation together with my check in the amount of $35.00 to cover cost of filing.

Sincerely,

Tom W. Conely, III bl

Tom W. Conely, III

TWC,III/bjl

Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 31 PM 3:33

SH 6/8

Change of RA

Charter No. ______________

Date Filed ______________

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

ursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the under-
igned corporation, organized under the laws of the State of Florida, submits the following statement for
ie purpose of changing its registered office and registered agent in the State of Florida.

. The name of the corporation is: BIG LAKE WHOLESALE, INC.

. The name and address of its present registered agent is: JAMES N. TYLER, 909 South Parrott Avenue, Suite 13 B, Okeechobee, Florida 34974

[redacted]

. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

ZOI LEZCANO, 207 S. W. 5th Avenue, Okeechobee, Florida 34974

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Zoi Lezcano, President
(Typed or printed name and title)

Signature Zoi Lezcano
(President or Vice President)

Date May 16 1995

AVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE BOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY CCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUR- HER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER ND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE BLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA TATUTES.

lease Print/Type Name Zoi Lezcano

ignature Zoi Lezcano
(Agent)

ate May 16 1995

CIS 4/92

FILING FEE $35