

3/8/95 **P95000021555**

Charter Number Only

Requestor's Name P.B.R.
Address _____
City _____ State _____ ZIP _____ Phone _____

MAIL ROOM ONLY

600001425076
-03/09/95--01025--035
****122.50 ****122.50

CORPORATION(S) NAME EFFECTIVE DATE
03-15-95

N. R. G. Distribution, INC

FILED
MAR 15 1995
FBI - MEMPHIS

Toll Free: 1-800-432-3028

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

H. SIMS MAR 16 1995
H. SIMS MAR - 9 1995

02286, 6-25
1045-5272



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 9, 1995

EMPIRE

MIAMI, FL

SUBJECT: N. R. G. DISTRIBUTION, INC.
Ref. Number: W95000005272

FILED
MAR 16 PM 1:40
1995

We have received your document for N. R. G. DISTRIBUTION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit submitted must be notarized before your document can be processed.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 995A00010594

ARTICLES OF INCORPORATION
OF
N. R. G. DISTRIBUTION, INC.

FILED
55 MAR 15 1960
FBI

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of the Corporation is to be: N. R. G. DISTRIBUTION, INC. (SEE ATTACHED AFFIDAVIT authorizing use of this corporation name).

ARTICLE II

Duration

This Corporation shall have perpetual existence.

ARTICLE III

Purpose

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States or of this State, more specifically set out as follows:

1. To transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with an auxiliary foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Capital Stock

1. The aggregate number of shares which Corporation is authorized to issue the TEN THOUSAND (10,000) SHARES Common Stock and such stock shall have par value of ONE (\$1.00) DOLLAR PER SHARE.

EFFECTIVE DATE
3-15-65

ARTICLE V

Initial Registered Office, Initial Registered Agent and Designated Place of Business or Domicile

The street address in the State of the initial registered office is: 901 Northpoint Parkway, Suite 310, West Palm Beach, Florida 33407 and the name of the registered agent at such address is PHILIP E. LEONE. The designated place of business or domicile of the Corporation is: 1471 "F" Road, Loxahatchee, Florida 33470.

ARTICLE VI

Initial Board of Directors

The initial Board of Directors consists of two (2) members. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than (1). The original Board of Directors shall consist of the following:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Robert Cummings	1471 "F" Road	President
Shari Cummings	1471 "F" Road	Secretary/Treasurer

ARTICLE VII

Incorporator

<u>Name</u>	<u>Address</u>	<u>Shares</u>
PHILIP E. LEONE	901 Northpoint Parkway Suite 310 West Palm Beach, FL 33407	None

ARTICLE VIII

Incorporation

The name and address of the person signing these Articles of Incorporation is PHILIP E. LEONE of 901 Northpoint Parkway, Suite 310, West Palm Beach, Florida 33407, the registered agent for the Corporation.

ARTICLE IX

Indemnification

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

ARTICLE X

Management of Corporation by Shareholders

Anything to the contrary contained in these Article of incorporation notwithstanding, of the shareholders of the Corporation shall so elect, they may exercise all powers and conduct business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE XI

Directors' Residency and Compensation

Director's of this Corporation need not be residents of the State of Florida, unless otherwise provided in the Articles or By-Laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of Directors of this Corporation, unless otherwise provided in the Articles or By-Laws.

ARTICLE XII

Meetings by Conference Telephone

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but annual meetings of the Board of Directors must be attended in fact in person by each Director.

ARTICLE XIII

Effective Date of Incorporation


These Articles of Incorporation at the direction of the incorporator and with the approval of the initial shareholders and Board of Directors shall be effective March 15, 1995.

ARTICLE XIV

Amendment

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


IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal this 1st day of March, 1995.


PHILIP E. LEONE
901 Northpoint Parkway
Suite 310
W. Palm Beach, FL 33407

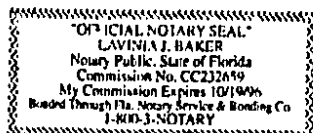
STATE OF FLORIDA }
COUNTY OF PALM BEACH }

I HEREBY CERTIFY that on this 1ST day of MARCH, 1995, personally appeared before me, PHILIP E. LEONE, and he acknowledged before me that he executed the foregoing Article of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid on the date first above written.


Notary Public, State of
Florida at Large

My Commission Expires:
(NOTARY SEAL)

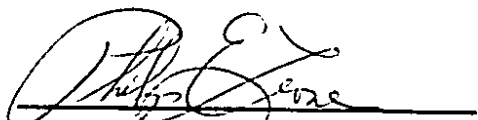


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is
submitted in, in compliance with said Act:

FIRST, that, N. R. G. DISTRIBUTION, INC., desiring to organize under the
laws of the State of Florida, with its principal office indicated in the Articles
of Incorporation, in the Town of Loxahatchee, and County of Palm Beach, State of
Florida, has named PHILIP E. LEONE located at 901 Northpoint Parkway, Suite 310,
West Palm Beach, Florida 33407, to accept services of process for the Corporation
within this State.

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
this provision of said Act relative to keeping open said office.



PHILIP E. LEONE

AFFIDAVIT

We, Robert Cummings and Shari Cummings, being the only stockholders and owners of N.R.G. DISTRIBUTION, INC. authorized and directed the Corporation's officers, Robert Cummings, President, and Shari Cummings, Secretary/Treasurer to file the necessary certificate of dissolution of the Corporation with the State of Florida as of February 27, 1995.

We, Robert Cummings and Shari Cummings, hereby, release the name of N.R.G. DISTRIBUTION, INC. and transfer said name to the new corporation being duly incorporated this day, March 15 1995.



Robert Cummings
President/Stockholder

Attest:



Shari Cummings
Secretary/Treasurer/Stockholder

STATE OF Florida
COUNTY OF Palm Beach

Before me personally appeared Robert Cummings, known to me and known by me to be the person who executed the foregoing AFFIDAVIT, and he acknowledged before me that he executed this AFFIDAVIT as President and Stockholder of the Corporation; on behalf of the Corporation and himself.

Lavinia J. Baker
Notary Public

My commission expires:

OFFICIAL NOTARY SEAL
LAVINIA J. BAKER
Notary Public, State of Florida
Commission No. CC232659
My Commission Expires 10/19/96
Bonded Through Fla. Notary Service & Bonding Co.
1-800-3-NOTARY

STATE OF Florida
COUNTY OF PALM BEACH

Before me personally appeared Shari Cummings, known to me and known by me to be the person who executed the foregoing AFFIDAVIT, and she acknowledged before me that she executed this AFFIDAVIT as Secretary/Treasurer/Stockholder of the Corporation; on behalf of the Corporation and herself.

Lavinia J. Baker
Notary Public

My commission expires:

OFFICIAL NOTARY SEAL
LAVINIA J. BAKER
Notary Public, State of Florida
Commission No. CC232659
My Commission Expires 10/19/96
Bonded Through Fla. Notary Service & Bonding Co.
1-800-3-NOTARY