

P95000051035

LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

JOHN A. ATTAWAY, JR.
ROBERT J. BERTRAND
ROBERT M. BRUSH
HANK B. CAMPBELL
CHRISTIAN M. CANNONAL
THOMAS L. CLARKE, JR.
JONATHAN M. CROWDER
CHRISTOPHER N. FEAR
JUDITH J. FLANDERS
MITCHELL D. FRANKS
LYNN H. GROSECLOSE
NANCY C. HARRISON
DONALD G. JACOBSEN
ANDREW A. McCUMBER
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ONE LAKE MORTON DRIVE
POST OFFICE BOX 3
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TELEPHONE (941) 284-2200
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KINGWOOD SPROTT, JR.
ROBERT G. STOKES
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN E. VREELAND

June 26, 1995

A.M. LANE (RETIRED)

IN REPLY REFER TO:

Lakeland

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

VIA FEDERAL EXPRESS

Re: AAC MARKETING, INC.- Articles of Incorporation

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as AAC MARKETING, INC. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the date of execution and acknowledgment of the Articles.

Also enclosed is this firm's check in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00	300001524883
Registered Agent Fee	35.00	-06/27/95--01102--009
Certified Copy Fee	52.50	****122.50****122.50

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941)284-2208.

Thanking you for your usual cooperation, I am

Yours very truly,

John A. Attaway, Jr.

JAA/lw

Enclosure(s)

J:\WPJAA\LTR\CLERK\SECSTATE.COR

FILED
95 JUN 27 AM 8:17
OFFICE OF THE
CLERK OF THE
STATE
TALLAHASSEE, FLORIDA

SAB
6/28/95

**ARTICLES OF INCORPORATION
OF
AAC MARKETING, INC.**

FILED
95 JUN 27 PM 8 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is AAC MARKETING, INC. .

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 1870 Independence Square,
Atlanta, Georgia 30338.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these
Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock having a
par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is One Lake Morton

Drive, Lakeland, Florida 33801, and the name of the initial registered agent of this corporation at that office is Robert J. Bertrand, Esquire.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than two (2). The names and addresses of the initial directors of the corporation are:

Sylvester Schmidt
1870 Independence Square
Atlanta, Georgia 30338

Klaus Zimmerman
Hornstrasse 3
D-80797 Munich
Germany

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Robert J. Bertrand, Esquire
Post Office Box 3
Lakeland, Florida 33802-0003

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21st day of June, 1995.


ROBERT J. BERTRAND, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 21ST day
of June, 1995, by Robert J. Bertrand, who is personally known to me and
who did not take an oath.



H. Margaret Dasinger
NOTARY PUBLIC,
State of Florida at Large

Print name: H. MARGARET DASINGER

My commission expires: June 26, 1998

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation
as the Registered Agent for AAC MARKETING, INC., hereby accepts such appointment this
21st day of June, 1995.

Robert J. Bertrand
ROBERT J. BERTRAND

FILED
95 JUN 27 AM 8:17
TALLAHASSEE, FLORIDA

P95000051035

LANE TROHN
ATTORNEYS AT LAW

JOHN A. ATTAWAY, JR.
LAKELAND OFFICE

JOHN A. ATTAWAY, JR.
ROBERT J. BERTRAND
CLARENCE A. BOWWELL
ROBERT M. BRUSH
HANK R. CAMPBELL
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ROBERT O. STORES
JANET M. STUART
JONATHAN R. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
DONALD H. WILSON, JR.
A. H. LAKE (RETIRED)

October 1, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: AAC Marketing, Inc.

Dear Sir:

In regards to the above-referenced corporation, attached is a Statement of Change of Registered Agent. Also, enclosed is our Firm's check in the amount of \$35.00 representing the filing fee for the Statement of Change.

Thank you for your assistance in this matter.

Yours very truly,


John A. Attaway, Jr.

JAA/sw
Enclosures

RA Chg.

VS OCT 10 1996

LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

ONE LAKE MORTON DRIVE • P.O. Box 3 • LAKELAND, FLORIDA 33802-0003 • PHONE (941) 284-2200 • FAX (941) 688-0310
150 EAST DAVIDSON STREET • P.O. Box 1578 • BARTOW, FLORIDA 33831-1578 • PHONE (941) 533-0866 • FAX (941) 533-7255

FILED
96 OCT -3 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

100001963831
-10/03/96--01048--001
*****35.00 *****35.00

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: AAC Marketing, Inc.

2. The mailing address of the corporation is: 3701 C. R. 544, Haines City, Florida 33844

3. Date of incorporation/qualification: June 27, 1995 Document number: P95000051035

4. The name and address of the current registered agent and office:

Robert J. Bertrand

One Lake Morton Drive

Lakeland, Florida 33801

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Sylvester Schmidt

3701 C. R. 544

Haines City, Florida 33844

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

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

Sylvester Schmidt
(Signature of an officer, chairman or vice chairman of the board)

9/24/96
(Date)

Sylvester Schmidt - President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Sylvester Schmidt
(Signature of Registered Agent)

9/24/96
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
96 OCT -3 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA