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53360

03 July 1995

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

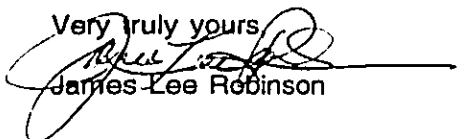
FILED  
1995 JUL -5 PM 6:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Darcon Distribution Corp.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,  
  
James Lee Robinson

Darcon Distribution Corp.  
1700 McMullen Booth Road, Ste D-1  
Clearwater, FL 34619  
(813) 726-9298

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-07/06/95--01033--005  
\*\*\*\*122.50 \*\*\*\*122.50

ARTICLES OF INCORPORATION

of  
**DARCON DISTRIBUTION CORP.**

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

*ARTICLE I - CORPORATE NAME*

The name of the corporation is:

**DARCON DISTRIBUTION CORP.**

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TALLAHASSEE, FLORIDA

*ARTICLE II - DURATION*

This corporation shall exist perpetually unless dissolved according to Florida law.

*ARTICLE III - PURPOSE*

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

*ARTICLE IV - CAPITAL STOCK*

The corporation is authorized to issue ONE THOUSAND shares ( 1000 ) of ONE Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

*ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT*

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

|         |                                     |         |           |
|---------|-------------------------------------|---------|-----------|
| NAME    | JAMES LEE ROBINSON                  |         |           |
| ADDRESS | 1700 MCMULLEN BOOTH ROAD, SUITE D-1 |         |           |
| CITY    | CLEARWATER                          | FLORIDA | ZIP 34619 |

The principal office, if known, or the mailing adress of the corporation is:

|         |                                     |         |           |
|---------|-------------------------------------|---------|-----------|
| NAME    | DARCON DISTRIBUTION CORP.           |         |           |
| ADDRESS | 1700 MCMULLEN BOOTH ROAD, SUITE D-1 |         |           |
| CITY    | CLEARWATER                          | FLORIDA | ZIP 34619 |

*ARTICLE VI - 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 by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


|         |                                     |               |           |
|---------|-------------------------------------|---------------|-----------|
| NAME    | JAMES LEE ROBINSON                  |               |           |
| ADDRESS | 1700 MCMULLEN BOOTH ROAD, SUITE D-1 |               |           |
| CITY    | CLEARWATER                          | STATE FLORIDA | ZIP 34619 |
| NAME    | FRANKLIN WAYNE STEELE               |               |           |
| ADDRESS | 1392 WINCHESTER HIGHWAY             |               |           |
| CITY    | HILLSBORO                           | STATE TN      | ZIP 37342 |
| NAME    |                                     |               |           |
| ADDRESS |                                     |               |           |
| CITY    |                                     | STATE         | ZIP       |

**ARTICLE VII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

|         |                                     |       |                   |
|---------|-------------------------------------|-------|-------------------|
| NAME    | JAMES LEE ROBINSON                  |       |                   |
| ADDRESS | 1700 MCMULLEN BOOTH ROAD, SUITE D-1 |       |                   |
| CITY    | CLEARWATER                          | STATE | FLORIDA ZIP 34619 |
| NAME    |                                     |       |                   |
| ADDRESS |                                     |       |                   |
| CITY    |                                     | STATE |                   |
| NAME    |                                     |       |                   |
| ADDRESS |                                     |       |                   |
| CITY    |                                     | STATE |                   |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 3 RD day of JULY, 19 95.

  
 \_\_\_\_\_ (Seal)  
 JAMES LEE ROBINSON  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

DARCON DISTRIBUTION CORP.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 1700 MCMULLEN BOOTH ROAD, SUITE D-1

CLEARWATER, FL 34619

has named JAMES LEE ROBINSON

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1995 JUL -5 PM 6:07

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ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)  
JAMES LEE ROBINSON



# DARCON INTERNATIONAL CORP.

14310 Carlson Cr., Tampa, FL 33626

Fax (813) 854-4012

(813) 854-4025

# 95000053360

201 February 1997

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-02/24/97--01081--013  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Florida Dept. of State  
Division of Corporations  
P.O. Box 6527  
Tallahassee, FL 32314

Reference: Articles of Dissolution  
DARCON Distribution Corp. # 95000053360

To Whom It May Concern

**FILED**  
97 FEB 24 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Please find attached our completed "Articles of Dissolution" for DARCON Distribution Corp., filed on July 5<sup>th</sup>, 1995. We have also attached our Check No. 3947, in the amount of \$43.75 (\$35.00 filing fee + \$8.75 Certificate of Status fee). Should you have any questions, please contact the undersigned, as follows:

Christine Robinson  
DARCON International Corporation  
14310 Carlson Circle  
Tampa, FL 33626  
(800) 785-9298

Your cooperation in this matter is greatly appreciated.

Respectfully,

*Christine Robinson*

Christine Robinson  
Corporate Secretary

WS FEB 2 1997

*U. Idis*

## ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: DARCON DISTRIBUTION CORP.

SECOND: The articles of incorporation were filed on: JULY 5, 1995

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 17TH day of FEBRUARY, 19 97

Signature Christine Robinson  
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

CHRISTINE ROBINSON

(Typed or printed name)

DIRECTOR

(Title)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA