

SEP-26-1995

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9/25/95

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
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TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: FISHER & SAULS, P.A.
100 2ND AVE S
PO BOX 387
ST PETERSBURG FL 33731

CONTACT: HEIDI S LLOYD
PHONE: (813) 822-2033
FAX: (813) 822-1633

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CLC DISTRIBUTORS, INC.

FAX AUDIT NUMBER: H95000010713

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/25/1995

TIME REQUESTED: 15:01:24

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

METHOD OF DELIVERY: FAX

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9/26/95
PLEASE REPLACE
per telephone conference with
Jeri today.
H.S.Lloyd

FAX CONFIRMATION

Fax Number 904-922-4000

Date Faxed 9/25/95

Time Faxed 3:05

Faxed By HSL

ARTICLES OF INCORPORATION
OF
CLC DISTRIBUTORS, INC.

H95000010713
SEP 26 PM 12:30
TELEPHONE: 813/822-2033
FAX: 813/822-2033

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is CLC DISTRIBUTORS, INC., and its principal office or mailing address is 3300 Fairfield Avenue South, St. Petersburg, Florida 33712.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

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

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of .10 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3300 Fairfield Avenue South, St. Petersburg, Florida 33712, and the name of the initial registered agent is Russel P. Brandes.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is :

NAME

ADDRESS

Robert E. Fehr

3300 Fairfield Avenue So.
St. Petersburg, FL 33712

Richard M. Baker, Esq.
FBN 332909
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
813/822-2033

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ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

NAME

ADDRESS

Russel P. Brandes

3300 Fairfield Avenue S.
St. Petersburg, FL 33712

ARTICLE 8: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 9: AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of September, 1995.



Russel P. Brandes

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 26th day of September, 1995.


Russel P. Brandes, Registered Agent

APR-16-1997 09:10

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4/16/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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PHONE: (813)822-2033

ACCT#: 076666001271

FAX #: (813)822-1633

NAME: CLC DISTRIBUTORS, INC.
AUDIT NUMBER.....H97000006168
DOC TYPE.....DISSOLUTION
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 1
DEL.METHOD.. FAX
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TALLAHASSEE, FLORIDA

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ARTICLES OF DISSOLUTION

OF

CLC DISTRIBUTORS, INC.

CLC Distributors, Inc., in accordance with the Florida Business Corporation Act, hereby adopts the following Articles of Dissolution:

ARTICLE 1: NAME

The name of the Corporation is: CLC Distributors, Inc.

ARTICLE 2: AUTHORIZATION

Dissolution was authorized on January 1, 1997.

ARTICLE 3: SHAREHOLDER AGREEMENT

Dissolution was approved by a unanimous vote of the sole class/voting group of shareholders of the Corporation. This unanimous approval was sufficient for dissolution.

ARTICLE 4: EFFECTIVE DATE

The effective date of Dissolution is the date of acceptance and filing of the Articles by the Florida Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Dissolution this 14 day of April, 1997.

CLC DISTRIBUTORS, INC.

By: Robert E. Fehr

Robert E. Fehr, as President

Attest: Russel P. Brandes

Russel P. Brandes, as Secretary

Prepared by:
Richard M. Baker, Esq.
FBN 332909
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
(813) 822-2033

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