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LAW OFFICE OF

GREGORY V. BEAUCHAMP, P.A.

107 EAST PARK AVENUE/P.O. BOX 1129

CHIEFLAND, FLORIDA 32626

904-493-1458

FILED STATE  
SECRETARY OF CORPORATIONS  
APR 11 PM 12:51

April 9, 1996

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

300001776883  
-04/11/96--01065--011  
\*\*\*122.50 \*\*\*122.50

Re: "Pro Pallets & Crates, Inc.

Dear Sir:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified copy	35.00
Registered Agent Fee	52.50
	<u>\$122.50</u>

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned at your earliest opportunity.

Sincerely,

*Gregory V. Beauchamp*  
Gregory V. Beauchamp

GVB/dp

Enclosures

gf 4/10/96

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ARTICLES OF INCORPORATION  
OF  
PRO PALLETS & CRATES, INC.

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE: NAME

The name of this corporation shall be PRO PALLETS & CRATES, INC.

ARTICLE TWO: GENERAL PURPOSE

The general purpose for which this corporation is initially organized is to own and operate a commercial manufacturing and sale of new and used pallets and new crates for businesses; and for the further purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE THREE: DURATION

This corporation shall have perpetual existence.

ARTICLE FOUR: CAPITAL STOCK

The corporation is authorized to issue One Thousand (1000) shares of common stock at \$1.00 par value. By general consent of the Stockholders, it is their desire to designate the initial capital stock of this corporation as Section 1244 Stock, as defined under the Internal Revenue Code. As such this stock will qualify for all rights and privileges of Section 1244 Stock.

ARTICLE FIVE: ADDRESS

The street address of the initial principal office of this

corporation is to be 1730 Santa Fe Highway, High Springs, Florida 32655. The street address of the corporation's initial registered office is 811 Whiddon Avenue, Cedar Key, FL 32625, and the name of its initial registered agent is DAVID L. WATSON, whose address is 811 Whiddon Avenue, Cedar Key, Florida 32625. The stockholders may from time to time designate such other address and place as the registered office of said corporation and such other person as its Registered Agent, subject to requirements of Florida law.

#### ARTICLE SIX: MANAGEMENT

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. Each stockholder shall be entitled to one vote in person or by proxy for each share of voting stock held by him or her. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

#### ARTICLE SEVEN: INCORPORATORS

The name and street address of each incorporator of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
DAVID L. WATSON	811 Whiddon Avenue Cedar Key, FL 32625	100	\$100.00
JOSEPH GRIMSLEY	14420 N. W. 245th Terrace Alachua, FL 32616	100	\$100.00

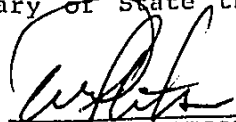
ARTICLE EIGHT: EFFECTIVE DATE

These Articles of Incorporation shall become effective upon approval by the Department of State of the State of Florida.

ARTICLE NINE: AMENDMENT

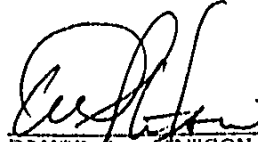
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders and evidence of that approval shall be in writing, signed by the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledged to be filed, the foregoing Articles of Incorporation in the office of the Secretary of State this 9<sup>th</sup> day of April, 1996.

  
\_\_\_\_\_  
DAVID L. WATSON

ACCEPTANCE AND DESIGNATION OF RESIDENT AGENT

The undersigned, DAVID L. WATSON, does hereby accept the designation and appointment of registered agent of PRO PALLETS & CRATES, INC.

A handwritten signature in dark ink, appearing to read 'David L. Watson', is written over a horizontal line.

DAVID L. WATSON  
811 Whiddon Avenue  
Cedar Key, FL 32625

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STATE OF FLORIDA  
COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared DAVID L. WATSON, to me known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me the execution of same. No oaths were taken.

WITNESS my hand and official seal in the County and State last aforesaid this 9<sup>th</sup> day of April, 1996.

(SEAL)



Dorothy D. Phillips  
MY COMMISSION # CC502353 EXPIRES  
November 24, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

Dorothy D. Phillips  
Notary Public Signature  
DOROTHY D. PHILLIPS  
Notary Printed Name  
My Commission Expires: 11/24/99