

096000039481

TRANSMITTAL LETTER

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

700001809107
-05/06/96--01053--007
***131.25 ***131.25

SUBJECT: HEARTLAND WAREHOUSE & DISTRIBUTION CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Eugene C. Wright
Name (printed or typed)
303 Lake isis Road, Box 7074
Address
Avon Park, FL 33825
City, State & Zip
941-453-3991
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY -3 AM 11:51

NOTE: Please provide the original and one copy of the articles.

g 5/8/96

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 MAY -3 AM 11:51

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

HEARTLAND WAREHOUSE & DISTRIBUTION CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

303 Lake Isis Road
P. O. Box 7074
Avon Park, FL 33825-7074

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares Class A Common

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Eugene C. Wright
303 Lake Isis Road
P. O. Box 7074
Avon Park, FL 33825

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

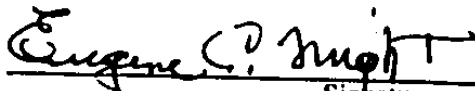
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Eugene C. Wright, President/Secretary/Treasurer
303 Lake Isis Road
P. O. Box 7074
Avon Park, FL 33825-7074

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

29th day of April, 19 96.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: HEARTLAND WAREHOUSE & DISTRIBUTION CORPORATION
2. The name and address of the registered agent and office is:

Eugene C. Wright
(NAME)

303 Lake Isis Road, P.O. Box 7074
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Avon Park, FL 33825-7074
(CITY/STATE/ZIP)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 MAY -3 AM 11:51

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Eugene C. Wright
(SIGNATURE)

4/29/96
(DATE)