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FILED
JUL 12 PM 2:47
TALLAHASSEE, FLORIDA

PIONEER-MILL, INC.
115 SOUTH PALMETTO AVENUE
DAYTONA BEACH, FLORIDA 32114

July 10, 1996

800001892160
-07/12/96--01043--017
****122.50 ****122.50

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

RE: Pioneer-Mill, Inc.

Enclosed please find the original and one copy of 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.

Please make the effective date of the Incorporation July 10, 1996.

Very truly yours,

John L. Myers
John L. Myers

Pioneer-Mill, Inc.
115 South Palmetto Ave.
Daytona Beach, Florida 32114
904-252-0089

7-15-96
LB

ARTICLES OF INCORPORATION

of

PIONEER-MILL, INC.

(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:

PIONEER-MILL, INC.

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 TWO THOUSAND shares (2000) of ONE

Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

NAME	<u>PIONEER-MILL, INC.</u>		
ADDRESS	<u>115 SOUTH PALMETTO AVE.</u>		
CITY	<u>DAYTONA BEACH</u>	FLORIDA	ZIP <u>32114</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>JOHN L. MYERS</u>		
ADDRESS	<u>115 SOUTH PALMETTO AVE.</u>		
CITY	<u>DAYTONA BEACH</u>	FLORIDA	ZIP <u>32114</u>

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	<u>HORST HENRICH</u>		
ADDRESS	<u>115 SOUTH PALMETTO AVE.</u>		
CITY	<u>DAYTONA BEACH</u>	STATE <u>FL</u>	ZIP <u>32114</u>
NAME	<u>JOHN L. MYERS</u>		
ADDRESS	<u>115 SOUTH PALMETTO AVE.</u>		
CITY	<u>DAYTONA BEACH</u>	STATE <u>FL</u>	ZIP <u>32114</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

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

NAMER	HORST HENRICH		
ADDRESS	115 SOUTH PALMETTO AVE.		
CITY	DAYTONA BEACH	STATE	FL ZIP 32114
NAMER	JOHN J. MYERS		
ADDRESS	115 SOUTH PALMETTO AVE.		
CITY	DAYTONA BEACH	STATE	FL ZIP 32114
NAMER			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 10th day of JULY, 19 96.

John E Myers



(Seal)

(Seal)

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

John E Myers
Signature

KNOWN TO ME

Form of Identification

Signature

Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that JOHN MYERS executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath (~~was~~) (was not) taken.

NOTARY RUBBER STAMP SEAL



Notary Public, State of Florida
SHIREEN HETRICK
My Comm. Exp. Feb. 25, 1997
Comm. No. CC 260728

Witness my hand and official seal in the County and State last aforesaid this 10th day of JULY, 19 96

Shireen Hetrick
Notary Signature

SHIREEN HETRICK

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

PIONEER-MILL, INC.

(name of corporation)

FILED
JUL 12 PM 2:47
TALLAHASSEE
FLORIDA

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 115 SOUTH PALMETTO AVE.

DAYTONA BEACH, FL 32114

has named JOHN L. MYERS

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

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.

John L. Myers
(registered agent)