

J.  
B.  
M.

JAMES B. McCLUNG, JR.  
Certified Public Accountant  
P.O. Box 622412  
Orlando, FL 32862-2412

P960000098979

December 3, 1996

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-12/06/96--01064--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

EFFECTIVE DATE  
1-1-97

Subject: TRI-COUNTY DISTRIBUTING & VENDING, INC.

Dear Division of Corporation:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 for filing fees, designation of registered agent and a certified copy of the articles of incorporation.

Please mail the certified copy of the articles to:

James B. McClung, Jr.  
Certified Public Accountant  
P.O. Box 622412  
Orlando FL 32862-2412

Sincerely,

*James B. McClung, Jr.*  
James B. McClung, Jr.  
Enclosure

FILED  
96 DEC -6 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEC 9 1996

BSB

## ARTICLES OF INCORPORATION

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

EFFECTIVE DATE

1-1-97

### Article I - NAME

The name of the corporation is:

TRI-COUNTY DISTRIBUTING & VENDING, INC.

### Article II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is:

1824 S. DIVISION AVE.  
ORLANDO FLORIDA 32805

### Article III - SHARES

The corporation shall have the authority to issue 1,000 shares of common stock, in one class only, each with a par value of \$0.01.

### Article IV - REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent of the corporation is:

DAYTON M. HUTCHINGSON  
1824 S. DIVISION AVE.  
ORLANDO, FLORIDA 32805.

### Article V - DIRECTORS

The initial Board of Directors shall have one member whose name and address is as follows:

DAYTON M. HUTCHINGSON,  
5330 KESWICK CT.  
ORLANDO FLORIDA 32812

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article VI - INCORPORATOR

The incorporator of this corporation is DAYTON M. HUTCHINGSOHN whose address is 5330 KESWICK CT ORLANDO, FLORIDA 32812.

ARTICLE VII - EFFECTIVE DATE OF INCORPORATION

The effective date of incorporation of Tri-County Distributing & Vending, Inc. is January 1, 1997.

The undersigned incorporator has executed these Articles of Incorporation this 20<sup>TH</sup> day of NOV., 1996.

  
Dayton M. Hutchingsohn

**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:

TRI-COUNTY DISTRIBUTING & VENDING, INC.,

2. The name and address of the registered agent and office is:

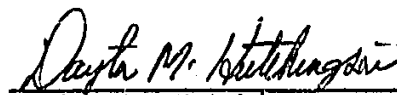
DAYTON M. HUTCHINGS  
1824 S. Division Ave.  
Orlando, Florida 32805

**FILED**  
96 DEC -6 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACKNOWLEDGMENT**

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 am familiar with and accept the obligations of my position as registered agent.

Dated: 11-20-96

  
\_\_\_\_\_  
Dayton M. Hutchingson  
Registered Agent