

PM000033367

PALM BAY DISTRIBUTORS, INC.
212 S. INDUSTRIAL LOOP
SUITE 139
ORANGE PARK, FL 32073

FILED
97 APR 03 PM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
3/31/97

March 31, 1997

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

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-04/03/97--01042--013
***122.50 ***122.50

RE: PALM BAY DISTRIBUTORS, INC.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for the above corporation. Please file these Articles and return one certified copy to me. I have enclosed my check in the amount of \$122.50 to cover the costs of filing, one certified copy and the registered agent designation.

If you have any further questions concerning this matter, please do not hesitate to contact me at 904/278-9651.

Very truly yours,

PALM BAY DISTRIBUTORS, INC.

Travis J. Rakes
Travis J. Rakes, Pres.

TJR:
Enclosures (3)

FILED
97 APR -3 PM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

625 1097-7876
4-4-97
ID



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1997

PALM BAY DISTRIBUTORS INC.
212 SO INDUSTRIAL LOOP
STE 139
ORANGE PARK, FL 32073

We have received your document for PALM BAY DISTRIBUTORS INC. .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

The effective date is not acceptable since it is not within five working days of the
date of receipt.

Please return your document, along with a copy of this letter, within 60 days or
your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 597A00017032

EFFECTIVE DATE
3/31/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PALM BAY DISTRIBUTORS, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

The name of the corporation is **PALM BAY DISTRIBUTORS, INC.**

ARTICLE II

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

The corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value stock. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the corporation. Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all stockholders ten (10) days prior to such issuance.

ARTICLE V

The principal address of the corporation shall be 212 S. Industrial Loop, Suite 139, Orange Park, Florida 32073.

ARTICLE VI

All corporate powers shall be executed by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The names and street addresses of the initial director who shall hold office until their successors shall be chosen at the first meeting of the Stockholders who have qualified shall be:

TRAVIS J. RAKES
212 S. INDUSTRIAL LOOP
SUITE 139
ORANGE PARK, FL 32073

ARTICLE VII

The corporation shall indemnify any present or former officer or director or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

ARTICLE VIII

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any by-law adopted by the Shareholders if the Shareholders provide that the by-law shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX

These Articles of Incorporation may be amended by any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

ARTICLE X

The name and address of the Incorporator to these Articles of Incorporation is:

TRAVIS J. RAKES
212 S. INDUSTRIAL LOOP
SUITE 139
ORANGE PARK, FL 32073

ARTICLE XI

The street address of the initial registered office of the 212 S. INDUSTRIAL LOOP, ORANGE PARK, FL 32073 and the name of the initial registered agent of the corporation at that address is TRAVIS J. RAKES.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 31 day of March, 1997

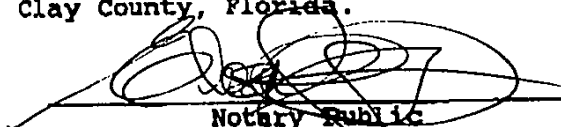


TRAVIS J. RAKES

STATE OF FLORIDA)
) ss.
COUNTY OF CLAY)

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared TRAVIS J. RAKES known to me and known by me to be the person who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 31st day of March, 1997 at Orange Park, Clay County, Florida.




Notary Public

MY COMMISSION EXPIRES: 6-20-99



EDESSA GONZAGA
My Comm Exp. 6/20/99
Bonded By Service Ins
No. CC474308

(1) Personally Known  Other I.D.

CERTIFICATE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



TRAVIS J. RAKES
Registered Agent

DATED: 3-31-97

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TALLAHASSEE, FLORIDA