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Tomlinson Wholesale, Inc.
2596 N. Orange Blossom Trail
Kissimmee, Florida 34744

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 10 AM 8:53

November 4, 1997

EFFECTIVE DATE
1-1-98

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***122.50 ***122.50

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

Enclosed please find the original and one (1) copy of Articles of Incorporation to become effective January 1, 1998.

We are enclosing a check in the amount of \$122.50, filing fee, certified copy of Articles and Certificate of status.

Contact person is: Lori A. Tomlinson, 407-847-4513.

Respectfully submitted,

Lori A. Tomlinson

Lori A. Tomlinson
Registered Agent.

Encl.

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ARTICLES OF INCORPORATION

OF

TOMLINSON WHOLESALE, INC.

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

ARTICLE I - NAME

The name of the corporation shall be Tomlinson Wholesale, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2596 N. Orange Blossom Trail, Kissimmee, Florida 34744.

ARTICLE III - DURATION

This corporation shall exist in perpetuity, commencing on January 1, 1998.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000. All of which shall be common shares with a par value of \$1.00.

ARTICLE VI - PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE VII - RESTRICTION ON TRANSFER OF SHARES

A restriction on the transfer or registration of transfer of shares is imposed to obligate the shareholder first to offer the corporation an opportunity to acquire the restricted shares at the price originally paid plus 8% in their investment.

ARTICLE VIII - SALE OF ASSETS

The corporation may, on the terms and conditions and for the consideration determined by the approval of all shareholders: Sell, lease, exchange, or otherwise dispose of all, or substantially all, of its property in the usual and regular course of business.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is: Mark L. Tomlinson, 2615 Ames Haven Road, Kissimmee, Florida 34744.

ARTICLE X - INITIAL REGISTERED AGENT

The name and address of the initial registered agent is: Lori A. Tomlinson, 2596 N. Orange Blossom Trail, Kissimmee, Florida. 34744.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Mark L. Tomlinson, 2615 Ames Haven Road, Kissimmee, Florida 34744.

ARTICLE XII - AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

The undersigned incorporator has executed these Articles of Incorporation this

4th day of Nov, 1997.

Mark L. Tomlinson


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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 Tomlinson Wholesale, Inc.
2. The name and address of the registered agent and office is:
Lori A. Tomlinson
2596 N. Orange Blossom Trail
Kissimmee, Florida 34744

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.


Lori A. Tomlinson