

P98000011192

TRANSMITTAL LETTER

FROM:

Name of corporation: ~~MB Sales, Inc.~~ Mar-Bel Sales, Inc.

Street address of the corporation: 4550 Ewell Rd., Lakeland, Florida 33811

TO: CORPORATIONS DIVISION

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A certified check or money order in the amount of \$70.00 for filing fees.

A certified copy is not requested at this time.

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-01/26/98-01101--002
*****70.00 *****70.00

Please send responses or receipts concerning this filing to the above address.
Thank you very much.

Date: January 21, 1998

Name of Incorporator: Wayne Mark Belcher

Signature of Incorporator:

Wayne Mark Belcher

FILED
98 FEB -4 PM 12:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2-4-98
1896
1993



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 27, 1998

WAYNE MARK BELCHER
4550 EWELL RD
LAKELAND, FL 33811

SUBJECT: MB SALES, INC.
Ref. Number: W98000001896

We have received your document for MB SALES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6928.

Michelle Milligan
Document Specialist

Letter Number: 698A00004603

ARTICLES OF INCORPORATION
of
MB Sales, Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

~~MB Sales, Inc.~~ Mar-Bel Sales, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

4550 Ewell Rd., Lakeland, Florida 33811

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Wayne Mark Belcher
4550 Ewell Rd., Lakeland, Florida 33811

Article 5. The name and street address of the incorporator of this corporation is:

Wayne Mark Belcher
4550 Ewell Rd., Lakeland, Florida 33811

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: January 21, 1998

Name of Incorporator: Wayne Mark Belcher

Signature of Incorporator:

Wayne Mark Belcher

Wayne Mark Belcher

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FILED

CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

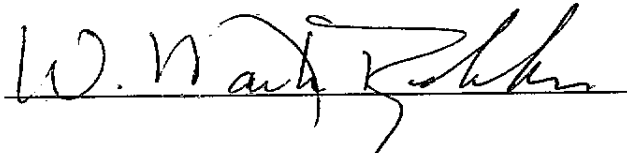
Name: Wayne Mark Belcher

Street address: 4550 Ewell Rd., Lakeland, Florida 33811

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TALLAHASSEE, FLORIDA

Having been named as the 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.

Signature of registered agent:



Date of signature:

January 21, 1998