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THE UNITED STATES  
CORPORATION  
COMPANY

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98 MAR 10 AM 8:19

ACCOUNT NO. : 0721000000320 DIVISION OF CORPORATION

REFERENCE : 733894 9029A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 122.50

ORDER DATE : March 9, 1998

ORDER TIME : 3:28 PM

ORDER NO. : 733894-005

CUSTOMER NO: 9029A

CUSTOMER: Kathy Moro, Legal Assistant  
FRANK EFFMAN WEINBERG & BLACK,  
P.A.  
Second Floor  
8000 Peters Road  
Plantation, FL 33324

800002451529--9

DOMESTIC FILING

NAME: ERI 2-WAY DISTRIBUTING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

509-  
W98-5282

3/11/98

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 10 AM 9:12



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 10 AM 9:12

March 10, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: ERI 2-WAY DISTRIBUTING, INC.  
Ref. Number: W98000005282

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for ERI 2-WAY DISTRIBUTING, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 498A00012899

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DIVISION OF CORPORATIONS  
98 MAR 10 AM 9:12

ARTICLES OF INCORPORATION  
OF  
ERI 2-WAY DISTRIBUTING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ERI 2-WAY DISTRIBUTING, INC.

The address of the principal office of this corporation shall be 10850 Wiles Road, Coral Springs, Florida 33076, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 400 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8000 Peters Road, Second Floor, Plantation Florida 33324, and the name of the initial registered agent of the corporation at that address is Steve Weinberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gene Freuhling  
Pres./V.Pres./Sec./Treas.

10850 Wiles Road  
Coral Springs, Florida 33076

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company on March 9, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

CLD/clb

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DIVISION OF CORPORATIONS  
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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: ERI 2-WAY DISTRIBUTING, INC.

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

STEVE WEINBERG

(Name)

SECOND FLOOR 8000 PETERS ROAD  
(P.O. Box or Mail Drop Box ~~NOT~~ acceptable)

PLANTATION, FLORIDA 33324

(City/State/Zip)

*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.*

  
(Signature)

MARCH 9, 1998  
(Date)