

LAW OFFICE OF

Douglas N. Menchise, Esquire

ATTORNEY AND COUNSELLOR AT LAW

300 TURNER STREET
CLEARWATER, FLORIDA 33756

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April 23, 1998
P980000037752

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

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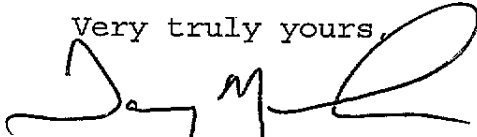
-04/24/98--01071--001
*****70.00 *****70.00

Re: Articles of Incorporation
A.S.A.P. Distributors, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation of A.S.A.P. Distributors, Inc. along with a check in the amount of \$70.00 payable to the Secretary of State representing the filing fee.

Very truly yours,



Douglas N. Menchise

DNM:sls
Enc.

FILED
98 APR 24 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(10)

Sent 23/4/98

ARTICLES OF INCORPORATION
OF

A.S.A.P. DISTRIBUTORS, INC.

ARTICLE I

FILED
98 APR 24 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Name and Principal Office Address

The Name of this corporation is A.S.A.P. Distributors, Inc. and the principal office address is 7101 121st Terrace North, Largo, Florida 33773.

ARTICLE II

Duration

The term for which said corporation shall exist shall be perpetual, unless sooner dissolved by law.

ARTICLE III

Purpose

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, in accordance with and as permitted by Chapter 607, Florida Statutes.

ARTICLE IV

Capitol Stock

This corporation is authorized to issue 100 shares of One and

No/100 Dollars (\$1.00) par value common stock.

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7101 121st Terrace North and the name of the initial Registered Agent at that address is Mark Garrett.

ARTICLE VI

Initial Board of Directors

This corporation shall have One (1) Director initially. The number of Directors may either be increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Director of this corporation is:

Mark Garrett, 7101 121st Terrace North, Largo, FL 33773

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is:


Mark Garrett, 7101 121st Terrace North, Largo, FL 33773

ARTICLE VIII

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 9th day of April, 1998.



MARK GARRETT
Subscriber

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, MARK GARRETT, known by me to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my

official seal, in the County and State aforesaid, this 9th day of April, 1998.

Sandra L. Servidio
NOTARY PUBLIC
MY COMMISSION EXPIRES:



Sandra L. Servidio
My Commission CC627967
Expires April 15, 2001

These Articles of Incorporation
prepared by:
DOUGLAS N. MENCHISE
300 Turner Street
Clearwater, FL 34616
(813) 442-2186

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.034, Florida Statutes, the following is submitted:

That A.S.A.P. Distributors, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7101 121st Terrace North, Largo, Florida 33773 has named Mark Garrett located at 7101 121st Terrace North, Largo, State of Florida, as its Agent to accept Service of Process within the State of Florida.

Mark Garrett

MARK GARRETT

Director/President

TITLE:

April 9, 1998

DATE

FILED
98 APR 21 PM 12/31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named to accept Service of Process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Mark Garrett

Mark Garrett, Registered Agent

April 9, 1998

DATE