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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: D & D DISTRIBUTION, INC.

AUDIT NUMBER.....H98000022037

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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**ARTICLES OF INCORPORATION
OF
D & D DISTRIBUTION, INC.
(A Corporation for Profit)**

The undersigned incorporator, for the purposes of forming a corporation under Chapter 607, Florida Statutes, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be D & D DISTRIBUTION, INC. Inc. with its principal place of business and mailing address being 4333 Cypress Trails Drive, Polk City, FL 33868-3022

ARTICLE II - DURATION

The corporation shall have a perpetual existence, commencing on the date of filing.

ARTICLE III - PURPOSE

GENERAL

The corporation is organized primarily to provide discount foods and distribution services to the general public.

Marvin Anthony & Associates
505 Martin L. King, Jr. Ave
Lakeland, FL 33815

Marvin Anthony
(941) 686-1317

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ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares of common stock having a par value of one dollar. (\$1.00) per share. Shares held by initial shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining initial shareholders or to the corporation.

ARTICLE V - MANAGEMENT

The affairs of the corporation shall be managed by a Board of Directors, consisting of one (1) or more members as may be provided for in the Bylaws of the Corporation. The names, titles and addresses of the members constituting the initial Board of Directors are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Mickey Lawson	President	4333 Cypress Trails Dr. Polk City, FL 33868
Loretta Lawson	Secretary	4333 Cypress Trails Dr. Polk City, FL 33868
Mickey Lawson	Treasurer	4333 Cypress Trails Dr. Polk City, FL 33868

ARTICLE VI - INITIAL REGISTERED AGENT

The name of the initial registered agent is Mickey Lawson and the address is 4333 Cypress Trails Dr., Polk City, FL 33868

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ARTICLE VII - INCORPORATOR

The name and addressee of the sole incorporator to these Articles of Incorporation is:

Mickey Lawson
4333 Cypress Trails Dr.
Polk City, FL 33868

Signed on 11/21/98, 1998

Mickey Lawson
Mickey Lawson, Incorporator

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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: D & D Distributors, Inc.

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

Mickey Lawson

(Name)

4333 Cypress Trails

(P. O. Box not acceptable)

Polk City, FL 33868

(City/ State / Zip)

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ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for D & D Distributors, Inc. as designated in the Articles of Incorporation, Mickey Lawson agrees to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping such office. I am familiar with and accept the obligations of my position as registered agent.

(Signature)

(Date)

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