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Secretary of State
Business Services and Regulation

6

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CHARTER NUMBER : 9013760 DP
DATE INCORPORATED: JULY 20, 1990
COUNTY : FULTON
EXAMINER : SANDRA JEAN SNOW
TELEPHONE : 404-656-2811

MAILED TO:

CLARENCE H. GLOVER, JR.
5775 PTREE DUNWOODY RD. S-200
ATLANTA GA 30342

CERTIFICATE OF INCORPORATION

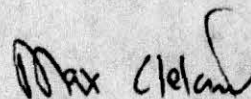
I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS
COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE
SEAL OF MY OFFICE, THAT

"J. JOHN DISTRIBUTING, INC."

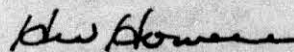
HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA
ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCOR-
PORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEES
THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A
TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS, MY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA
AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: JULY 25, 1990



MAX CLELAND
SECRETARY OF STATE



H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

99 039 0218 0000

ARTICLES OF INCORPORATION

OF

J. JOHN DISTRIBUTING, INC.

I.

The name of the Corporation is "J. JOHN DISTRIBUTING, INC."

II.

The number of shares the Corporation is authorized to issue is one million (1,000,000).

III.

Subject to Section 14-2-91 of the Georgia Business Corporation Code, the Board of Directors of the Corporation may, at its discretion, distribute a portion of the Corporation's assets, in cash or in property, to its holders of common or preferred stock out of the capital surplus of the Corporation.

IV.

The Corporation, upon the adoption of a resolution by its Board of Directors, may purchase and otherwise acquire and dispose of its own shares and securities and shall have the right to purchase its shares out of its unreserved and unrestricted capital surplus available therefor as well as out of its unreserved and unrestricted earned surplus available therefor.

V.

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of a duty of care or other duty as a director, provided this article shall not eliminate or limit the liability of a director: (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; (iii) for the types of liabilities set forth in Section 14-2-154 of the Georgia Business Corporation Code; or (iv) for any transaction from which the director derives an improper personal benefit.

VI.

The street address of the initial registered office of the Corporation is Suite 200 Building E, 5775 Peachtree-Dunwoody Road, Atlanta, Fulton County, Georgia 30342-1505, and the initial

JUL 25 1990

99 039 0218 0001

registered agent of the Corporation at that address is CLARENCE
H. GLOVER, JR.

VII.

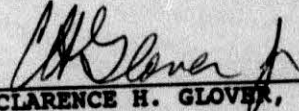
The name and address of the incorporator of the Corporation
are as follows:

CLARENCE H. GLOVER, JR.
Suite 200 Building E
5775 Peachtree-Dunwoody Road
Atlanta, GA 30342-1505

VIII.

The mailing address of the initial principal office of
the corporation is 425 Shepard Drive, Marietta, GA 30064.

IN WITNESS WHEREOF, the undersigned, as the incorporator,
executes these Articles of Incorporation this 18th day of July,
1990.


CLARENCE H. GLOVER, JR.

CLARENCE H. GLOVER, JR., P.C.
Attorney at Law
Suite 200 Building E
5775 Peachtree-Dunwoody Road
Atlanta, GA 30342-1505
404/250-3260

SECRETARY OF STATE
JUL 20 2 15 PM '90
BSR (5)

Secretary of State
Business Services and Regulation

Suite 306, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

FORM NUMBER : NR
CERTIFICATE DATE : 07/16/90
DOCKET NUMBER : 90194017
EXAMINER : STACY GILLEY
TELEPHONE : 404-656-3173

REQUESTED BY:

CLARENCE GLOVER
#200-E 5775 P'TREE DUNWOODY
ATLANTA GA 30342

NAME RESERVATION CERTIFICATE

THE RECORDS OF THE SECRETARY OF STATE HAVE BEEN REVIEWED AND THE FOLLOWING NAME IS NOT IDENTICAL TO, AND APPEARS TO BE DISTINGUISHABLE FROM, THE NAME OF ANY OTHER EXISTING CORPORATION, PROFESSIONAL ASSOCIATION, OR LIMITED PARTNERSHIP ON FILE PURSUANT TO THE APPLICABLE PROVISIONS OF GEORGIA LAW. (TITLE 14 OF THE OFFICIAL CODE OF GEORGIA ANNOTATED).

"J. JOHN DISTRIBUTING, INC."

THIS CERTIFICATE SHALL BE VALID FOR A NONRENEWABLE PERIOD OF NINETY (90) DAYS FOR PROFIT AND NONPROFIT CORPORATIONS, PROFESSIONAL ASSOCIATIONS (DP, FP, DN, FN, & PA), OR LIMITED PARTNERSHIPS (7D OR 7F), FROM THE DATE OF THIS CERTIFICATE. PLEASE SUBMIT THE ORIGINAL CERTIFICATE (WHITE COPY) WITH THE ARTICLES OF INCORPORATION, CERTIFICATE OF LIMITED PARTNERSHIP, APPLICATION FOR PROFESSIONAL ASSOCIATION OR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

NAME RESERVATIONS ARE NOT RENEWABLE AFTER EXPIRATION OF THE STATUTORY RESERVATION PERIOD SET OUT ABOVE.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell

H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222
Outside Metro-Atlanta

90 039 0218 0003

SSDL SYSDATE 07/23/90 *** DOCKET ***

| DOCKET# | CORPORATION NAME | TYPE | DISP |
|----------|---------------------------|------------|-------|
| 90204502 | J. JOHN DISRIBUTING, INC. | DP | 72 |
| ## | Inv/Rec Amount : \$ 60.00 | Cntr-trans | I/R R |

BILL-TO INFORMATION :

Name: CLARENCE H. GLOVER, JR., P.C.
Addr: STE 200E, 5775 PEACHTREE-DUNWOODY RD.
City: ATLANTA State: GA Zip: 30342

COMMENT:

COMMAND: ENTER (C)ontinue (S)top (I)nvoice/receipt processor
MESSAGE: WOULD YOU LIKE ADDITIONAL COMMENTS ON I/R ? (Y/N) N



MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334
(404) 656-2817

A100

Eff. 7/1/89
J. F. GULLION
Director

ARTICLES OF INCORPORATION DATA ENTRY FORM
FOR GEORGIA CORPORATIONS

I. Filing Date: 7/24/90 Code: _____ Docket Number: _____
Assigned Exam: _____ Amount: \$ _____ By: PS
Charter Number: 9017760 Completed: 7/24/90

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name: J. JOHN DISTRIBUTING, INC.
Mailing Address: _____
425 Shepard Drive
City: Marietta County: Cobb State: GA Zip Code: 30064

III. Fees Submitted By: CLARENCE H. GLOVER, JR., P.C.
Amount Enclosed: \$ 60.00 Check Number: 1594

IV. Incorporator: CLARENCE H. GLOVER, JR.
Address: _____
Suite 200 Building E 5775 Peachtree-Dunwoody Road
City: Atlanta State: GA Zip Code: 30342
Incorporator: _____
Address: _____
City: _____ State: _____ Zip Code: _____

V. Registered Agent/Office: CLARENCE H. GLOVER, JR.
Address: _____
Suite 200E 5775 Peachtree-Dunwoody Road
City: Atlanta County: Fulton State: GA Zip Code: 30342

| VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST | | Applicant | Examiner |
|-----------------------------------------------------------------|--|-----------|----------|
| 1. Original and one conformed copy of Articles of Incorporation | | X | |
| 2. Corporate name verification number <u>90194017</u> | | X | |
| 3. Authorized shares stated | | X | |
| 4. Incorporator's signature | | X | |
| 5. Post effective date, if applicable | | X | |
| 6. Number of pages attached: <u>5</u> | | X | |

VII. Applicant/Attorney: CLARENCE H. GLOVER, JR. Telephone: 404/250-3260
Address: _____
Suite 200 Building E 5775 Peachtree-Dunwoody Road
City: Atlanta State: GA Zip Code: 30342

NOTICE: Attach original and one copy of the Articles of Incorporation and the Secretary of State filing fee (\$60.00). Mail or deliver to the above address. This form does not replace the Articles of Incorporation.

I understand that the information on this form will be used in the Secretary of State Corporate database. I certify that a notice of Intent to Incorporate and a publishing fee of \$40.00 has been mailed or delivered to an authorized newspaper, as required by law.

Signed: [Signature] Date: 7/18/90