

1.) CORPORATION NAME: AXTELL'S, INC.	DUE DATE: 8/31/2012				
2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: INCorp SERVICES INC 7288 HANOVER GREEN DR MECHANICSVILLE, VA 23111	SCC ID NO: F1679804				
3.) CITY OR COUNTY OF VA REGISTERED OFFICE: HANOVER COUNTY	5.) STOCK INFORMATION <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%;">CLASS</td> <td style="width:50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>1,000</td> </tr> </table>	CLASS	AUTHORIZED	COMMON	1,000
CLASS	AUTHORIZED				
COMMON	1,000				
4.) STATE OR COUNTRY OF INCORPORATION: PA					

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 1586 HEART LAKE ROAD

CITY/ST/ZIP: JERMYN, PA 18433

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

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|---|-------------------------------------|---------|-------------------------------------|----------|
| NAME: TERI LOU BUTTS
TITLE: PRESIDENT
ADDRESS: 24 BALL ROAD
CITY/ST/ZIP/CO: SCOTT TWP, PA 18411 | <input checked="" type="checkbox"/> | OFFICER | <input type="checkbox"/> | DIRECTOR |
| NAME: NICHOLAS JASON AXTELL
TITLE: VICE PRESIDENT
ADDRESS: RR#1 BOX 431
CITY/ST/ZIP/CO: OLYPHANT, PA 18447 | <input checked="" type="checkbox"/> | OFFICER | <input type="checkbox"/> | DIRECTOR |
| NAME: JEREMY CUNNINGHAM
TITLE: CONTROLLER
ADDRESS: 1586 HEART LAKE ROAD
CITY/ST/ZIP/CO: JERMYN, PA 18433 | <input checked="" type="checkbox"/> | OFFICER | <input type="checkbox"/> | DIRECTOR |
| NAME: ROBERT MICHAEL BUTTS
TITLE: DIRECTOR
ADDRESS: RR#1 BOX 431
CITY/ST/ZIP/CO: OLYPHANT, PA 18447 | <input type="checkbox"/> | OFFICER | <input checked="" type="checkbox"/> | DIRECTOR |

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ TERI LOU BUTTS	TERI LOU BUTTS, PRESIDENT	8/1/2012
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.