

997000104823



ACCOUNT NO. : 072100000032

REFERENCE : 633155 6475A

AUTHORIZATION : *Patricia P. Pitt*

COST LIMIT : \$ 131.25

ORDER DATE : December 12, 1997

ORDER TIME : 11:19 AM

ORDER NO. : 633155-010

CUSTOMER NO: 6475A

CUSTOMER: Wilson C. Atkinson, III, Esq  
ATKINSON DINER STONE &  
MANKUTA, P.A.  
1946 Tyler Street

400002370684--5

Hollywood, FL 33020

DOMESTIC FILING

NAME: W.O. BRISBEN COMPANIES NORTH,  
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  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 12 PM 1:57

RECEIVED  
97 DEC 12 PM 12:18  
DIVISION OF CORPORATIONS  
*[Signature]*

EFFECTIVE DATE  
12/11/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 12 PM 1:57

**ARTICLES OF INCORPORATION**

**OF**

**W. O. BRISBEN COMPANIES NORTH, INC.**

**ARTICLE I.**

**CORPORATE NAME**

The name of this Corporation shall be:

W. O. BRISBEN COMPANIES NORTH, INC.

**ARTICLE II.**

**MAILING ADDRESS AND PRINCIPAL OFFICE**

The Corporation's mailing address is:

2321 N.W. 33rd Street  
Apartment 212  
Fort Lauderdale, Florida 33309

The address of the Corporation's principal office is not known at this time.

**ARTICLE III.**

**NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity permitted under the laws of the United States and under the laws of the State of Florida which is consistent with and in furtherance of its stated purpose.

**ARTICLE IV.**

**CAPITAL STOCK**

This Corporation is authorized to issue a maximum of seven thousand five hundred (7,500) shares of stock, of which three thousand seven hundred fifty (3,750) shares will be designated as Class A stock and three thousand seven hundred fifty (3,750) shares will be designated as Class B stock. The shares of stock authorized shall all be common stock having a par value of One Dollar (\$1.00) per share and shall be identical in rights and privileges, with the exception that Class A stock shall have voting rights and Class B stock shall have no voting rights. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V.**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Wilson C. Atkinson, III, Esq.  
c/o Atkinson, Diner, Stone & Mankuta, P.A.  
1946 Tyler Street  
P.O. Drawer 2088  
Hollywood, FL 33022-2088

**ARTICLE VI.**

**BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VII.**

**INITIAL DIRECTORS**

The names and post office addresses of the first Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
WILLIAM O. BRISBEN	2321 N.W. 33rd Street Apartment 212 Fort Lauderdale, Florida 33309
ROBERT E. SCHULER	7800 E. Kemper Road Cincinnati, Ohio 45249

The first Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

**ARTICLE VIII.**

**INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>Incorporator</u>	<u>Address</u>
WILSON C. ATKINSON, III	c/o Atkinson, Diner, Stone & Mankuta, P.A. 1946 Tyler Street P.O. Drawer 2088 Hollywood, Florida 33022-2088

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ARTICLE IX.

COMMENCEMENT DATE

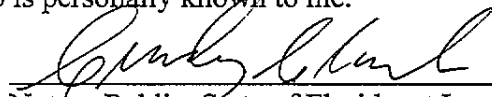
Corporate existence will commence on December 11, 1997.

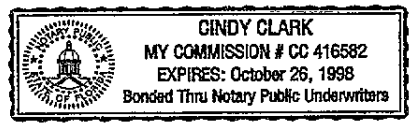
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

  
\_\_\_\_\_  
WILSON C. ATKINSON, III (SEAL)

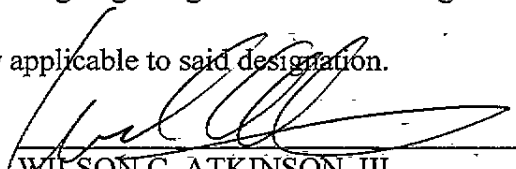
STATE OF FLORIDA        )  
                                  ) SS:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 11 day of December 1997, by WILSON C. ATKINSON, III, who is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large



The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

  
\_\_\_\_\_  
WILSON C. ATKINSON, III