

PO2000003922
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J. Michael Lindell

Board Certified by the Florida Bar in:
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Lee G. Kellison

Also Licensed as CPA
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(904) 880-4000
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January 1, 2002

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

300004769653--6
-01/11/02--01056--002
****122.50 ****78.75

Re: PB&S, Inc.

Dear Sir:

Enclosed you will find an original and one copy of the Articles of Incorporation and Certificate of Acceptance of Designation as Registered Agent, together with our check for \$122.50 to cover your charges as follows:

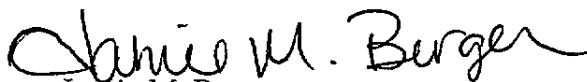
Filing Fee	\$ 35.00
Fee for Certified Copy of Articles of Incorporation	52.50
Fee for Filing Certificate of Registered Agent	<u>35.00</u>
Total	\$122.50

EFFECTIVE DATE
1-1-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN 4 PM 1:29

Please file the original Articles and Certificate of Registered Agent, certify the copy and return the certified copy to me. Should you need anything further in connection with this matter, please advise.

Sincerely,



Jamie M. Berger
Paralegal for Lee G. Kellison

Enclosures

BR 1/11/02
W02-343



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2002

JAMIE M BERGER, PARALEGAL
12276 SAN JOSE BLVD, STE 126
JACKSONVILLE, FL 32223-8630

SUBJECT: PB&S, INC.
Ref. Number: W02000000343

We have received your document for PB&S, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter Number: 802A00000520

EFFECTIVE DATE
1-1-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN 4 PM 1:29

ARTICLES OF INCORPORATION

OF

PB&S, INC.

ARTICLE I

NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of this corporation is PB&S, Inc. The corporation's initial principal office and mailing address are located at 1382 Sheffield Road, Jacksonville, FL 32211.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue Seventy Five Hundred (7500) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares".

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on January 1, 2002

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 12276 San Jose Boulevard, Jacksonville, FL 32223, and the name of the initial registered agent of this corporation is Lee G. Kellison. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Peter Dailey	1382 Sheffield Road Jacksonville, FL 32211
Bonnie Huggins	1382 Sheffield Road Jacksonville, FL 32211

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Bonnie Huggins	1382 Sheffield Road Jacksonville, FL 32211

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX

PRE-EMPTIVE RIGHTS

Each Shareholder of the common stock of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set her hand and affixed her seal this ____ day of December, 2001.

Bonnie L. Huggins (SEAL)
Bonnie Huggins, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared Bonnie Huggins () to me well known and known to me to be the individual described in or (✓) who presented her drivers license or other identification H252-072-46-759-0 and who acknowledged to and before me that she executed the foregoing Articles of Incorporation for the purpose therein expressed.

Witness my hand and official seal this 19 day of December, 2001.

J. Michael Lindell
Notary Public, State of Florida at Large.
My Commission expires: _____

Type or Print name of notary

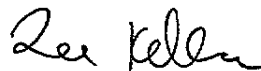
 J. Michael Lindell
Commission # CC857770 EXPIRES
June 13, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
AND ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, PB&S, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in its articles of incorporation, being located at 1382 Sheffield Road, Jacksonville, Florida, has designated Lee G. Kellison as its initial registered agent to accept service of process within this state, and has designated as its initial registered office the following address: 12276 San Jose Boulevard, Jacksonville, FL 32223.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon PB&S, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1382 Sheffield Road, Jacksonville, FL 32211.

IN WITNESS WHEREOF, I, the said Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 19th day of December, 2001.



Lee G. Kellison, as Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 4 PM 1:29