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Law Office

Stephen M. Stone

725 N. Magnolia Avenue  
Orlando, Florida 32803

Telephone (407) 423-7910

Fax (407) 423-8083

SMSTONELAW@aol.com

**VIA: FEDERAL EXPRESS**

400003854844--8  
-03/15/01--01104--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

March 14, 2001

W01-6162

State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: B & R Products, Inc.

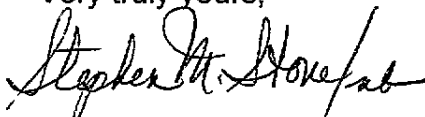
Dear Sir/Madam:

Enclosed herewith please find Application by Foreign Corporation for Authorization to Transact Business in Florida as well as my check in the amount of \$78.75 for the filing fee and certified copy.

Upon filing, please fax to my office a copy of the certificate at (407) 423-8083 and mail the original to my office, for which a self-addressed stamped envelope is provided herewith.

Should you have any questions, please feel free to call.

Very truly yours,



Stephen M. Stone

SMS:nlb  
Enclosure

cc: B & R Products, Inc.

FILED  
01 MAR 26 AM 1:49  
SECTION 19.0005  
TALLAHASSEE, FLORIDA

mtw  
3/26

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** B & R PRODUCTS, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Stephen M. Stone, Esquire  
(Name of Person)

(Firm/Company)

725 N. Magnolia Ave.

(Address)

Orlando, FL 32803

(City/State and Zip code)

For further information concerning this matter, please call:

Stephen M. Stone, Esq. at ( 407 ) 423-7910  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☒ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

FILED  
01 MAR 26 AM 1:49  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 19, 2001

STEPHEN M. STONE  
725 N. MAGNOLIA AVENUE  
ORLANDO, FL 32803

SUBJECT: B & R PRODUCTS, INC.  
Ref. Number: W01000006102

We have received your document for B & R PRODUCTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A brief description of the entity's nature of business must be included in the document.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc. Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 601A00016501

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Barry Rodd (President), do hereby certify  
(Name)


that this Resolution of the Board of Directors of \_\_\_\_\_  
B & R PRODUCTS, INC.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Georgia,  
was duly adopted on March 19, 2001.

Be it resolved, that B & R PRODUCTS, INC.,  
(Corporate Name)

organized and existing in the State of Georgia, hereby adopts the name  
B & R PRODUCTS U.S.A., INC. for use in Florida.

Dated: March 19, 2001

X   
Signature of either Chairman, Vice Chairman or any officer  
Barry Rodd, President  
Type or print name

FILED  
01 MAR 26 AM 1:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

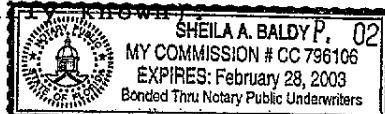
Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

INHS19(1/00)

STATE OF FLORIDA/COUNTY OF ORANGE

Sworn to and subscribed before me this 22nd day of March,  
2001, by Barry Rodd (personally known)





MAR-19-01 MON 01:39 PM G3

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. B & R PRODUCTS, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia

(State or country under the law of which it is incorporated)

3. 58-2586348

(FEI number, if applicable)

4. December 4, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 266 Wilshire Blvd., Suite 131, Casselberry, FL 32707

(Principal office address)

266 Wilshire Blvd., Suite 131, Casselberry, FL 32707

(Current mailing address)

8. Any or all lawful activities or business permitted under the laws  
of the United States, the State of Florida, or any other state, country,  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) territory or nation.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Stephen M. Stone

Office Address: 725 N. Magnolia Ave.

Orlando

(City)

, Florida 32803

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED  
MAR 26 PM 1:49  
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Rodd, Barry

Address: 266 Wilshire Blvd., Suite 131

Casselberry, FL 32707

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Rodd, Barry

Address: 266 Wilshire Blvd., Suite 131

Casselberry, FL 32707

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

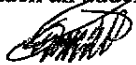
Secretary: Rodd, Barry

Address: 266 Wilshire Blvd., Suite 131, Casselberry, FL 32707

Treasurer: Rodd, Barry

Address: 266 Wilshire Blvd., Suite 131, Casselberry, FL 32707

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Barry Rodd, President  
(Typed or printed name and capacity of person signing application)

FILED  
01 MAR 26 AM 11:49  
SECRET  
TALMADGE

# Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0052913  
DATE INC/AUTH/FILED: 12/04/2000  
JURISDICTION : GEORGIA  
PRINT DATE : 03/08/2001  
FORM NUMBER : 211

CORPORATION SERVICE COMPANY  
S. PITTARD  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

## CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

**F & R PRODUCTS, INC.**  
**A GEORGIA PROFIT CORPORATION**  
is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20010308184127552



*Cathy Cox*

Cathy Cox  
Secretary of State