



THE UNITED STATES  
CORPORATION  
COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 580020 10690A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 8, 2000

ORDER TIME : 11:03 AM

ORDER NO. : 580020-005

CUSTOMER NO: 10690A

CUSTOMER: Victor M. Watson, Esq  
WATSON SOILEAU DELEO & BURGETT  
WATSON SOILEAU DELEO & BURGETT  
Suite C  
1970 Michigan Avenue  
Cocoa, FL 32922

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-02/08/00--01099--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: CB GENERAL SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS: P/L 2/8/2000

RECEIVED  
00 FEB -8 PM 12:09  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

LAW OFFICES  
**WATSON, SOILEAU, DELEO, BURGETT & PICKLES**

A PROFESSIONAL ASSOCIATION  
1970 MICHIGAN AVENUE, BUILDING C  
POST OFFICE BOX 1888  
COCOA, FLORIDA 32923-1888

VICTOR M. WATSON†  
JOHN L. SOILEAU†  
JOSEPH E. DELEO  
STACY L. BURGETT  
TIMOTHY F. PICKLES  
†BOARD CERTIFIED IN REAL PROPERTY LAW

TELEPHONE  
(407) 631-1550

FACSIMILE  
(407) 631-1567

February 7, 2000

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

RE: CB General Services, Inc.

Dear Secretary:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Upon filing, please return the copy stamped with the filing information to me.

Also enclosed is our firm check in the amount of \$70.00 to cover the filing fees.

Very truly yours,

  
Victor M. Watson

VMW/kw

ARTICLES OF INCORPORATION  
OF

CB GENERAL SERVICES, INC.

Article I - Name

The name of this corporation is CB GENERAL SERVICES, INC.

Article II -Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 66 N. Atlantic Avenue, Suite 205, Cocoa Beach, Florida 32931.

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00 FEB -8 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of the initial registered agent of this corporation at that address is Joseph R. Scales.

The principal office of this corporation is 66 N. Atlantic Avenue, Suite 205, Cocoa Beach, Florida 32931.

#### Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws but shall never be less than one. The name and address of the initial director of this corporation is Joseph R. Scales at 66 N. Atlantic Avenue, Suite 205, Cocoa Beach, FL 32931.

#### Article VIII - Incorporator

The name and address of the person signing these articles is Joseph R. Scales, 66 N. Atlantic Avenue, Suite 205, Cocoa Beach, FL 32931.

#### Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the stockholders.

#### Article X - Compensation of Directors

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### Article XI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, acting in the scope of his employment with CB GENERAL SERVICES, INC. to the full extent permitted by law.

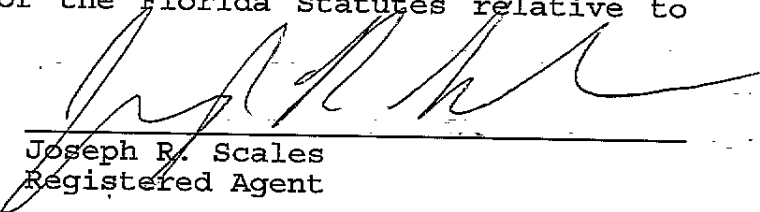
#### Article XII - Amendment

This corporation reserves the right to amend or repeal any


provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

Article XIII - Acceptance of Registered Agent

Having been named to accept Service of Process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
\_\_\_\_\_  
Joseph R. Scales  
Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber/incorporator has executed these articles of incorporation this 7<sup>th</sup> day of February, 2000.

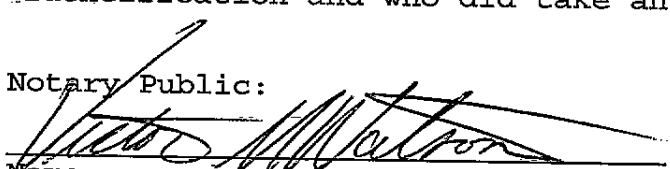
  
\_\_\_\_\_  
Joseph R. Scales  
Subscriber/Incorporator

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing Articles of Incorporation were sworn to and subscribed before me this 7<sup>th</sup> day of February, 2000, by Joseph R. Scales who is personally known to me or who has produced a Fl. dv. / i.e. as identification and who did take an oath.

Notary Public:

  
\_\_\_\_\_  
Name:  
State of Florida at Large

My Commission Expires:


REGISTERED AGENT CERTIFICATE

FILED  
00 FEB -8 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

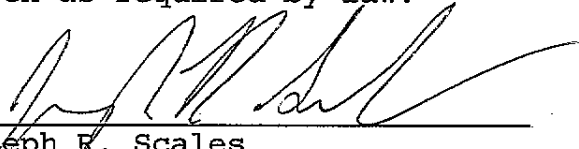
The below named corporation maintains an office at the address below, and appoints the below named person as its registered agent thereat to accept service of process on behalf of said corporation: CB GENERAL SERVICES, INC.

REGISTERED AGENT'S NAME: Joseph R. Scales

PRINCIPAL STREET ADDRESS OF CORPORATION: 66 N. Atlantic Avenue, #205  
Cocoa Beach, FL 32931

By:   
Joseph R. Scales  
President

The undersigned, having been appointed as registered agent to accept service of process on behalf of said corporation at the office designated above, hereby accepts said appointment and agrees to keep said office open as required by law.

  
Joseph R. Scales  
Registered Agent