

Charter Number Only

3

David R. Weissman

Requestor's Name

9200 South Dadeland Boulevard

Address

Miami FL 33156

City

State

ZIP

Phone

VERIFICATION ONLY

000003173760--4

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*****78.75 *****78.75

CORPORATION(S) NAME

The Phillips Corp.



Empire Toll Free: 1-800-432-3028

- ☒ Profit
☐ NonProfit
☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☒ Certified Copy
☐ Call When Ready
☒ Walk In
- ☐ Amendment
☐ Dissolution
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call If Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of Registered Agent
☐ Certificate Under Seal
☐ After 4:30
☐ Mail Out
- ☒ Pick Up

00 MAR 23 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CERTIFIED COPY

RECEIVED
00 MAR 17 AM 9:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CR2E031 (R8-85)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 20, 2000

EMPIRE

MIAMI, FL

SUBJECT: THE PHILLIP'S CORP.
Ref. Number: W00000007356

We have received your document for THE PHILLIP'S CORP.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 200A00015209

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

THE PHILLIP'S RESEARCH AND DEVELOPMENT CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida and I do hereby certify that I have become such a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

The name of the corporation is THE PHILLIP'S RESEARCH AND DEVELOPMENT CORP.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be and is as follows:

1. To engage in any activities or business permitted under the Laws of the State of Florida and the United States including but not limited to the research, design and development of ideas and concepts and to experiment, test and market products, services and processes resulting from such research and development and to consult, report and render advice concerning the development of products and the techniques and methods of their manufacture and sale and to perform all acts necessary, proper or incidental thereto, and to transact, carry on and conduct all lawful business for which corporations may be incorporated under the Florida

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TALLAHASSEE FLORIDA

Business Corporation Act, Chapter 607 of the Florida Statutes as it may be amended from time to time.

2. For the purpose of carrying on the business aforesaid, to buy, lease, sell and convey property, both real and personal, as the same shall either be necessary or incidental to the conduct of said business.

3. To purchase, lease or exchange, hire or otherwise acquire, hold, own, possess, equip, use, improve, maintain, manage, develop, exploit, deal in, sell, convey, assign, lease, mortgage, pledge or otherwise encumber or dispose of any kind of real and personal property of every kind and description, and property in the nature of either real or personal property, including all rights, estates, interests, franchises, licenses, and privileges in such property whether real, personal or mixed, improved or unimproved in the State of Florida or elsewhere.

4. To acquire all or any part of the goodwill, rights, property and business of any person, entity, partnership, association or corporation; to pay for the same in cash or in stocks, bonds, notes, mortgages or other obligations of the corporation; or otherwise to hold, utilize and, in any manner, dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith any liabilities of such person, entity, partnership, association or corporation and

conduct, in any lawful manner, the whole or any part of the business so acquired.

5. To conduct any of the business of the corporation either as principal, agent or factor in any other manner or any other basis permitted by The Florida Business Corporation Act.

6. The foregoing clauses shall each be construed as purposes, objects and powers and it is hereby expressly provided the enumeration herein of specific purposes, objects and powers shall not be held to limit or restrict, in any manner, the general powers of the corporation and the matters expressed in each clause shall, except as expressly otherwise provided, be in no wise limited by reference to or inference from terms of any other clause, but shall be regarded independent purposes, objects and powers.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is 500 shares of Common Stock at \$1.00 par value. Said stock may be issued by the corporation, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation at a valuation which, in its judgment shall seem adequate, and the vote or consent of the

stockholders shall not be necessary for such issue. When the consideration fixed by the Board of Directors for said stock has been fully paid and delivered, any and all shares so issued therefor, shall be fully paid stock and not subject to any further call or assessment thereon.

ARTICLE IV

The duration of this corporation is to be perpetual.

ARTICLE V

The street address of the initial principal office of this corporation is 1885 S.W. 80th Street, Ocala, Florida 34476 and the name and address of the initial Registered Agent of this corporation is PHILLIP U. PEEPLES, 1885 S.W. 80th Street, Ocala, Florida 34476. The Board of Directors, may from time to time, change the Registered Agent and principal office of the corporation.

ARTICLE VI

This corporation shall have at least one (1) director initially. The number of directors may be increased or diminished, from time to time, in accordance with the By-Laws of the corporation in the manner provided by law. Directors need not be stockholders.

ARTICLE VII

The names and addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and are qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PHILLIP U. PEEPLES	1885 S.W. 80 th Street Ocala, Florida 34476

ARTICLE VIII

The name and address of the Subscriber to these Articles of Incorporation is PHILLIP U. PEEPLES, 1885 S.W. 80th Street, Ocala, Florida 34476.

ARTICLE IX

The officers of this corporation shall include a President, a Secretary and a Treasurer and such officers, agents and factors who shall be chosen in such manner, shall hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

ARTICLE X

This corporation reserves the right to amend, alter,

change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders are granted subject to this reservation.

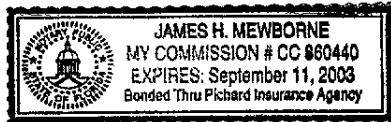
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 3-14-00 day March, 2000, for the purpose of forming this corporation under the laws of the State of Florida and I hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts therein are true.


PHILLIP U. PEEPLES (SEAL)

STATE OF FLORIDA)
) ss
COUNTY OF MARION)

BEFORE ME, the undersigned authority, personally appeared PHILLIP U. PHILLIPS, who produced as identification STATE of Colorado Driver's License to me known to be the individual subscribing in and who executed the foregoing Articles of Incorporation and acknowledged before me under oath that he executed the same for the purposes contained therein.

WITNESS my hand and official seal this 14th day of
March, 2000.



James H. Mewborne
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

JAMES H MEWBORNE
Notary's Printed Name

ACCEPTANCE BY RESIDENT AGENT

I, PHILLIP U. PEEPLES, whose address is 1885 S.W. 80th Street, Ocala, Florida 34476, having been named to accept service of process for the above-stated corporation at the place designated in said Articles of Incorporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATED this 3-14-00 day of March, 2000.

Phillip U. Peebles
PHILLIP U. PEEPLES
(Resident Agent)

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