

P00000054265

DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

P O BOX 6327

TALLAHASSEE, FL 32314

SUBJECT: P. B.M., INC.

600003269396-6  
-05/26/00--01118--008  
\*\*\*127.50 \*\*\*\*\*78.75

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION  
AND OUR CHECK FOR 127.50 >

DIANE R JONES

NAME

3040 SW 177<sup>TH</sup> LANE RD.

ADDRESS

OCALA, FL 34773

CITY STATE, ZIP

407-892-3690

PHONE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAY 26 AM 10: 25

FILED

**FILED**  
00 MAY 26 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
P.B.M., INC.  
ARTICLE I. CORPORATE NAME**

THE NAME OF THIS CORPORATION IS P.B.M., INC.

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS TO ENGAGE IN ANY AND ALL BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE III. TERM OF EXISTENCE**

THIS CORPORATION SHALL EXIST PERPETUALLY.

**ARTICLE IV. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

THE INITIAL OFFICE OF THIS CORPORATION SHALL BE:

236 HATTERAS AVE  
CLERMONT, FL 34711

THE REGISTERED AGENT FOR THIS CORPORATION IN THE STATE OF FLORIDA SHALL BE:

DIANE R JONES  
3040 S W 177<sup>TH</sup> LANE RD  
OCALA, FL 34473

THE BOARD OF DIRECTORS FROM TIME TO TIME MAY MOVE THE REGISTERED OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

**ARTICLE VI. BOARD OF DIRECTORS**

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY BYLAWS ADOPTED BY THE SHAREHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

**ARTICLE VII. INITIAL DIRECTORS**

THE NAMES OF THE INITIAL DIRECTORS OF THIS CORPORATION AND THEIR STREET ADDRESSES ARE:

DIANE R. JONES  
3040 SW 177<sup>TH</sup> LANE RD  
OCALA, FL 34773

LOWELL D JONES  
2408 WOODBROOK CT  
ORLANDO, FL 32837

**ARTICLE VIII. INCORPORATOR**

THE NAME OF AND STREET ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION AS THE INCORPORATOR IS:

DIANE R JONES  
3040 S W 177<sup>TH</sup> LANE RD.  
OCALA, FL 34773

**ARTICLE IX. AMENDMENT**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY AT LEAST A MAJORITY OF THE STOCK ENTITLED TO VOTE UNLESS ALL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT OF THESE ARTICLES OF INCORPORATION TO BE MADE.

**ARTICLE X. BEGINNING CAPITAL**

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS IS NOT LESS THAN \$500.00.

**ARTICLE XI. OFFICERS**

THE OFFICERS OF THE CORPORATON AND THE NAMES OF SAID OFFICERS WHO ARE TO SERVE UNTIL THE FIRST MEETING OF THE BOARD OF DIRECTORS ARE:

PRESIDENT: LOWELL D. JONES  
SEC/TREAS: DIANE R JONES

**ARTICLE XII. IDEMNIFICATION**

EACH DIRECTOR AND OFFICER, IN CONSIDERATION OF THEIR SERVICES, SHALL BE IDEMNIFIED, WHETHER THEN IN OFFICE OR NOT, THE REASONABLE COSTS AND EXPENSES INCURRED BY THEM IN CONNECTION WITH THE DEFENSE OF OR FOR ADVISE CONCERNING ANY CLAIM ASSERTED OR PROCEEDING BROUGHT AGAINST THEM BY REASON OF THEIR BEING OR HAVING BEEN A DIRECTOR OR OFFICER OF THE CORPORATION OR ANY SUBSIDIARY OF THE CORPORATION, WHETHER OR NOT WHOLLY OWNED, OR BY ANY REASON OF ANY ACT OR OMISSION TO ACT AS SUCH DIRECTOR OR OFFICER PROVIDED THAT THEY SHALL NOT HAVE BEEN DERELICT IN THE PERFORMANCE OF THEIR DUTY AS TO THE MATTER OR MATTERS IN RESPECT OF WHICH SUCH CLAIM IS ASSERTED OR PROCEEDING BROUGHT. THE FOREGOING RIGHT OF INDEMNIFICATION SHALL NOT BE EXCLUSIVE OF ANY OTHER RIGHTS TO WHICH ANY DIRECTOR OR DIRECTORS OR OFFICER OR OFFICERS MAY BE ENTITLED AS A MATTER OF LAW.

**ARTICLE XIII, COMPENSATION**

THE COMPENSATION OF THE OFFICERS OF THIS CORPORATION AS OFFICERS OR EMPLOYEES SHALL BE DETERMINED BY THE VOTE OF THE BOARD OF DIRECTORS EVEN THOUGH ANY OR ALL OF THE DIRECTORS ARE OFFICERS OR EMPLOYES OF THE CORPORATION. THE COMPENSATION OF THE DIRECTORS OF THIS CORPORATION SHALL BE ESTABLISHED BY THE VOTE OF THE STOCKHOLDERS.

IN WITNESS WHEREOF, THE UNDERSIGNED AS INCORPORATOR HAS EXECUTED THE FOREGOING ARTICLES OF INCORPORATION ON May 24, 2000.

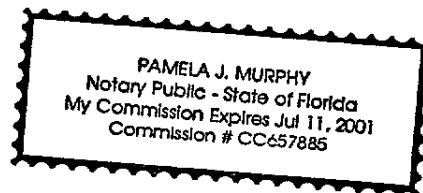
Diane R. Jones  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF OSCEOLA

**BEFORE ME**, A NOTARY PUBLIC, PERSONALLY

APPEARED DIANE R JONES, TO ME KNOWN TO BE THE PERSON DESCRIBED AS THE INCORPORATOR AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT (HE) (SHE) SUBSCRIBED TO THESE ARTICLES OF INCORPORATION ON May 24 2000.

Pamela J. Murphy  
NOTARY PUBLIC  
STATE OF FLORIDA  
MY COMMISSION EXPIRES:



ACCEPTANCE

I, DIANE R JONES HEREBY ACCEPT THE DESIGNATION OF RESIDENT AGENT FOR SERVICE OF PROCESS UPON P.B.M., INC. WISHING TO ORGANISE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S REGISTERED OFFICE AT 3040 SW 177<sup>TH</sup> LANE RD OCALA, FL 34773, AND AGREE TO ACT AS REGISTERED AGENT FOR SAID CORPORATION AND TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW PERTAINING TO KEEPING OPEN SAID OFFICE AND UPON WHOM PROCESS MAY BE SERVED.

FILED  
00 MAY 26 AM 10:25  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Diane R. Jones <

SWORN BEFORE ME THIS 24<sup>th</sup> OF May 2000.

Pamela J. Murphy  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

PAMELA J. MURPHY  
Notary Public - State of Florida  
My Commission Expires Jul 11, 2001  
Commission # CC657885