

# P00000076454

## LANDT, WIECHENS, LaPEER & AYRES

*A Partnership Including Professional Associations*  
ATTORNEYS AT LAW

FREDERICK E. LANDT, III  
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BENJAMIN H. AYRES

July 28, 2000

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File no.  
86.00221

Secretary of State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

900003341659--6  
-08/01/00--01027--010  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: PSB, Inc.

Dear Sir:

Enclosed is an original and one copy of Articles of Incorporation of PSB, Inc., together with our check made payable in the amount of \$122.50, representing filing fee (\$35.00), Registered Agent Designation (\$35.00), and one certified copy (\$52.50).

We trust that you will find these items to be in proper order, and request that you please return the enclosed copy as a certified copy as soon as possible after the original is filed. Thank you for your courtesy and assistance.

Yours sincerely,



Russell W. LaPeer  
For the Firm

RWL:cl

Enclosure: Original & copy of Articles of Incorporation

W-19477  
J 8/7



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 7, 2000

RUSSELL W. LAPEER  
LANDT, WIECHENS, ET AL  
445 N.E 8TH AVE.  
OCALA, FL 34470

SUBJECT: PSB, INC.  
Ref. Number: W00000019477

We have received your document for PSB, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6878.

Alan Crum  
Document Specialist

Letter Number: 400A00042503

# ARTICLES OF INCORPORATION

of

## ***PSB Services, Inc.***

The undersigned incorporator is a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida.

### ARTICLE I

NAME: The name of this corporation shall be PSB Services, Inc.

### ARTICLE II

DURATION: This corporation shall have a perpetual existence.

### ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

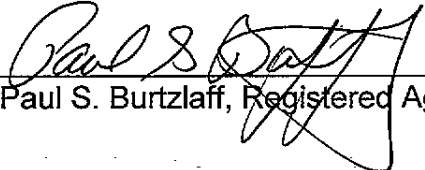
### ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which the corporation shall have to issue is 50 shares of common stock, with a par value of \$1.00 per share. The total number of authorized shares shall have an aggregate par value of \$50.00. Each share of authorized stock which is initially sold shall be fully paid for before the corporation begins transaction of business.

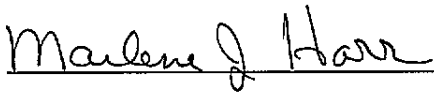
### ARTICLE V

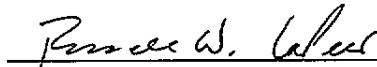
OFFICE OF INITIAL REGISTERED AGENT & ACCEPTANCE: The initial and principal office of the Corporation is 2575 S.E. 28<sup>th</sup> Street, Ocala, Florida 34471. The name of the initial registered agent of the corporation is Paul S. Burtzlaff, 2575 S.E. 28<sup>th</sup> Street, Ocala, Florida 34471.

IN WITNESS WHEREOF, the undersigned registered agent hereby accepts  
such designation on this 28<sup>th</sup> day of July, 2000.

  
Paul S. Burtzloff, Registered Agent

WITNESSES:

  
Marlene J. Harr

  
Russell W. LaPeer

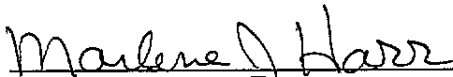
STATE OF FLORIDA  
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Russell W.  
LaPeer, as Registered Agent, to me well known to be the person described in and who  
acknowledged before me that he executed the foregoing freely and voluntarily for the  
purposes therein expressed.

WITNESS my hand and official seal this 28<sup>th</sup> day of July, 2000.



SEAL/STAMP

  
Name & commission number of notary

ARTICLE VI

BOARD OF DIRECTORS: The management and control of the corporation shall  
be vested in a Board of Directors of not less than one nor more than five members as

provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If state law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above-described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable state law. The names and addresses of the first Board of Directors are:

Paul S. Burtzlaff, 2575 S.E. 28<sup>th</sup> Street, Ocala, Florida 34471.

Suzanne Burtzlaff, 2575 S.E. 28<sup>th</sup> Street, Ocala, Florida 34471.

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of the above named director. This director shall hold office until his successor is duly elected and qualified.

#### ARTICLE VII

OFFICERS: The Board of Directors shall, at its initial meeting, elect a President, Vice President, Treasurer and Secretary, and such other officers as the Board, from time to time, shall designate. Until the first Board of Directors meeting and until officers are selected thereat, the following persons shall hold the below-designated offices until his successors are elected and qualified:

President:	Paul S. Burtzlaff
Secretary-Treasurer:	Suzanne Burtzlaff

## ARTICLE VIII

INCORPORATOR: The name and address of the incorporator of the corporation is Paul S. Burtzlaff, 2575 S.E. 28<sup>th</sup> Street, Ocala, Florida 34471.

## ARTICLE IX

AUTHORITY TO INCREASE CAPITAL STOCK: The capital stock authorized may be increased by 75% vote of the stockholders at any regular or special meeting called for that purpose by the adoption of an amendment to these articles.

## ARTICLE X

SECTION 1244 ELECTION: The first Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

## ARTICLE XI

BY-LAWS: The power to adopt, alter, amend or repeal the By-Laws should be vested in the Board of Directors.

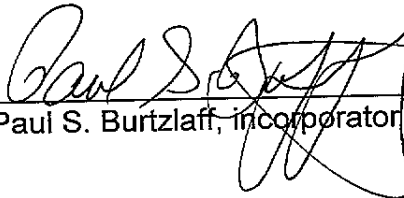
## ARTICLE XII

AMENDMENT: The power to amend these articles shall be held exclusively by the stockholders. An amendment hereto shall required a 75% vote of all outstanding stock.

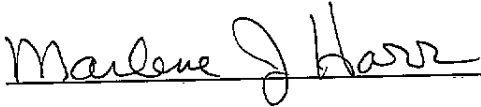
## ARTICLE XIII

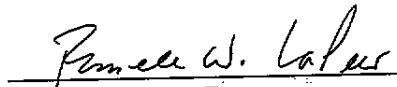
SUBCHAPTER S CORPORATION: This corporation shall be qualified and treated as a corporation organized, existing, and authorized under §§ 1361-79 (subchapter S) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed  
these Articles of Incorporation on this 28<sup>th</sup> day of July, 2000.

  
Paul S. Burtzlaff, incorporator

WITNESSES:

  
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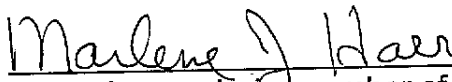
  
Russell W. LaPeer

STATE OF FLORIDA  
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Paul S. Burtzlaff,  
as Incorporator, to me well known to be the person described in and who acknowledged  
before me that he executed the foregoing freely and voluntarily for the purposes therein  
expressed.

WITNESS my hand and official seal this 28<sup>th</sup> day of July, 2000.



  
Name & commission number of notary

[SEAL/STAMP]