

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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RS Holdings, Inc.

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- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 for 5 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

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UCC 11 Search

UCC 11 Retrieval

Courier

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ARTICLES OF INCORPORATION

OF

RS HOLDINGS, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is RS HOLDINGS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This Corporation shall have all corporate powers enumerated in said Chapter 607.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at anyone time is one hundred (100) shares of common stock, which stock shall have the entire voting power of the Corporation.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 1219 Airport Road, Suite 314, Destin, Florida 32541.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of this Corporation is Steven K. Hall of Hall & Runnels, P.A., 36468 Emerald Coast Parkway, Suite 2101, Destin, Florida 32541.

ARTICLE VIII - INITIAL OFFICERS

The names of the initial officers are as follows:

Wayne A. Ritenour, Jr.- President

James R. Simons, Jr.- Vice-President/Secretary/Treasurer

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The Corporation shall have a board of directors consisting of not less than one (1) nor more than three (3) directors. The initial board of directors shall initially consist of the following persons:

Wayne A. Ritenour, Jr.

James R. Simons, Jr.

ARTICLE X - INCORPORATORS

The names and addresses of the person signing these articles is:

Steven K. Hall	36468 Emerald Coast Parkway
	Old South Centre, Suite 2101
	Destin, Florida 32541

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - SHARES OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Wayne A. Ritenour, Jr. 1219 Airport Road, Suite 314 Destin, Florida 32541	50 Shares
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James R. Simons, Jr. 1219 Airport Road, Suite 314 Destin, Florida 32541	50 Shares
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ARTICLE XIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XV - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this Corporation shall be issued initially as set forth in Article XII. The shares held by the shareholders of this Corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the Corporation or to the Corporation. The price and terms of which, and the

time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 18TH day of August, 2000.

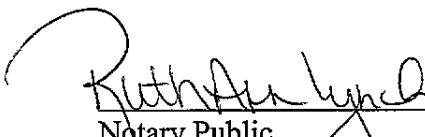

Steven K. Hall, Incorporator

I, Steven K. Hall, hereby am familiar with and accept the duties and responsibilities as registered agent for RS HOLDINGS, INC.


Steven K. Hall, Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared, STEVEN K. HALL, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.


Notary Public

(Affix Seal)

