# Collins, Brown, Caldwell, Barkett & Garavaglia

CHARTERED

ATTORNEYS AT LAW 756 BEACHLAND BOULEVARD

VERO BEACH, FLORIDA 32963

CALVIN B. BROWN
WILLIAM W. CALDWELL,
SUSAN A. CALISTRI\*
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BRUCE D. BARKE

PLEASE REBLY TO: POST OFFICE BOX 64-3686 VERO BEACH, FLORIDA 32964-3686

00 OCT 10 ED

561-231-4343

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October 6, 2000

\*MASTER OF LAWS IN ESTATE PLANNING \*\*BOARD CERTIFIED REAL ESTATE LAWYER

""MASTER OF LAWS IN REAL PROPERTY DEVELOPMENT
Florida Department of State

Division of Corporations P. O. Box 6327

Tallahassee, Florida 32301

400003420454--1

-10/10/00-01064--804 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: B & M Rentals, Inc.

Dear Sir or Madam:

Enclosed please find the original and one duplicate of the Articles Of Incorporation for the above-named corporation. We would appreciate the filing of these original Articles with your office and *returning a Certified Copy* to the undersigned.

We are also enclosing our firm's check in the amount of \$78.75 representing the following fees, pursuant to your filing fee chart on Florida Department of State's official web site, to-wit:.

Total ..... \$ 78.75

Please process these Articles as quickly as possible and return the Certified Copy to me as requested above. For your convenience, we enclose a self-addressed, stamped envelope.

Thank you very much for your courtesies and assistance in this matter.

Very truly yours,

CALVIN B. BROWN

CBB/dw Enclosures

John John

#### ARTICLES OF INCORPORATION

<u>OF</u>

#### **B & M RENTALS, INC.**

#### ARTICLE I - NAME

The name of this corporation is B & M RENTALS, INC.

# FILED 00 OCT 10 ANTI: 45 SECRETARY OF STATE ANTICALIANS EFFLORIDA

#### ARTICLE II - DURATION

This corporation shall have perpetual existence according to law.

#### **ARTICLE III - PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE IV - CAPITAL STOCK

The amount of capital stock authorized for the corporation is a maximum of One Hundred (100) shares of common stock, having a no par value per share, and which shall be issued as fully paid and non-assessable. The stock of this corporation shall be so assigned, issued and transferred only in accordance with such By-Laws as the corporation shall, from time to time, make, change or alter with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the corporation.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is 1340 38th Avenue, Vero Beach.

Florida 32960, and the name of the initial Registered Agent of this corporation is ROBERT LaPORTE.

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors of this corporation shall be no more than four (4). The names and addresses of the Directors of this corporation is as follows:

NAME

**ADDRESS** 

Robert LaPorte

1340 38<sup>th</sup> Avenue - 32960 Post Office Box 6312

Vero Beach, FL 32961-6312

Michael W. Olvey

240 Browns Hill Ct. Tyrone, Georgia 30290

# ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles is: Robert LaPorte, 1340 38th Avenue, Vero Beach, FL 32960.

#### ARTICLE VIII

The Corporation or the Stockholders may include in their agreement between themselves the following as valid matters of agreement.

- A. Any limitation or restraint upon the transferability, alienation or assignment of stock;
- B. Any limitation or restraint upon the encumbrance or pledge of stock;
- C. Any agreements conferring preemptive rights of purchase upon stockholders as conditions precedent to the sale of any stock;
- D. Management agreements, solicitation agreements or other employment agreements with persons who may or may not be stockholders, and;

E. Any and all such agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by By-Laws of the corporation.

#### ARTICLE IX

The corporation reserves the right to amend, alter or change or repeal any provision contained in this Certificate of Articles of Incorporation, in the manner now or hereafter prescribed by applicable provision by law, and all rights and powers conferred upon Stockholders, Directors and Officers are subject to this reserved power.

Robert Laporte

STATE OF FLORIDA COUNTY OF INDIAN RIVER

BEFORE ME, the Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared ROBERT LaPORTE, who is personally known to me and known by me to be the person who executed the foregoing Articles Of Incorporation and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County last aforesaid this day of \_\_\_\_\_\_\_, 2000.

Notary Public, State of Florida

My Commission Expires:



## **ACCEPTANCE**

I, ROBERT LaPORTE, hereby accept the designation of Registered Agent of this corporation. My Address is: 1340 38th Avenue, Vero Beach, FL 32960.

Robert LaPorte

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First: That B & M RENTALS, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Vero Beach, County of Indian River, State of Florida, has named ROBERT LaPORTE at 1340 38th Avenue, City of Vero Beach, County of Indian River, State of Florida, Zip 32962, as its agent to accept service of process within this State.

## **ACKNOWLEDGMENT**

(must be signed by Designated Agent)

I, the undersigned, having been named to accept service of process for the above named corporation, at the place designated by this Certificate, hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Registered Agent