

PD1000027783

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800003852238--1  
-03/14/01--01047--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Richard Services of Central Florida, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: David P. Schoenberg, Esq.  
Name (Printed or typed)  
3405 Piedmont Rd, Suite 275  
Address  
Atlanta, Georgia 30305  
City, State & Zip  
404 / 238-9282  
Daytime Telephone number

FILED  
01 MAR 14 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

*Raw 3/14/01  
Hv*

ARTICLES OF INCORPORATION  
OF  
RICHARD SERVICES OF CENTRAL FLORIDA, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I.  
Name

The name of the Corporation is:

RICHARD SERVICES OF CENTRAL FLORIDA, INC.

ARTICLE II.  
Authorized Shares

The Corporation shall have authority to issue 10,000 shares of common capital stock, all without par value. Such shares have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

ARTICLE III.  
Registered Office and Agent

The initial registered office of the Corporation shall be at 1604 Jaycobin Street, Palm Bay, Florida 32907, in Orange County. The initial registered agent of the Corporation at such address shall be Robert Benito.

ARTICLE IV.  
Incorporator

The name and address of the incorporator is:

David P. Schoenberg, Esquire  
Scheer, Jackson, Cohen & Schoenberg LLC  
3405 Piedmont Road, NE, Suite 275  
Atlanta, Florida 30305

ARTICLE V.  
Principal Office

The mailing address of the initial principal office of the Corporation is 1604 Jaycobin Street, Palm Bay, Florida 32907.

ARTICLE VI.  
Purposes and Powers

The purposes for which the Corporation is organized are to engage in the business of earning a profit for its stockholders and to do everything necessary, proper, advisable or convenient for the accomplishment of this purpose with all powers granted by the Florida Business Corporation Act, at any place within or without the United States to the extent that such act is not forbidden by the law of such place.

ARTICLE VII.  
Board of Directors

The initial Board of Directors shall consist of one (1) member who shall be and whose address is:

Richard Benito  
920 Hunterhill Drive  
Roswell, Georgia 30075

ARTICLE VIII.  
Elimination of Monetary Liability of Directors

Pursuant to Section 607.0850 of the Florida Business Corporation Act, no director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of law; or (c) liabilities of a director imposed by Section 607.0850, subsection (7) of the Florida Business Corporation Act for which indemnification is not permissible.

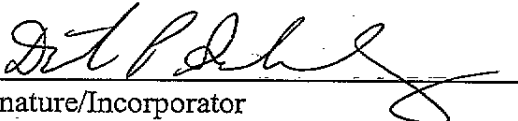
ARTICLE IX.  
Non-Unanimous Written Consent

Any action required by law or by the Bylaws of the Corporation to be taken at a meeting of the shareholders of the Corporation, and any action which may be taken at a meeting of the shareholders, may be taken without a meeting if a written consent, setting forth the action so taken, shall be signed by persons entitled to vote at a meeting those shares having sufficient voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice of such action without a meeting by less than unanimous written consent shall be given within ten (10) days of the taking of such action to those shareholders of record on the date when the written consent is first executed and whose shares were not represented on the written consent.

ARTICLE X.  
Distribution from Capital Surplus

The Corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to repurchase its shares out of its unreserved and unrestricted capital surplus available therefor.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

  
\_\_\_\_\_  
Signature/Incorporator  
David P. Schoenberg

3/8/01  
\_\_\_\_\_  
Date

\*\*\*\*\*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent  
Robert Benito

3-12-01  
\_\_\_\_\_  
Date

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