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FREDERICK G. SUNDHEIM, JR.
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WM. A. OUGHTERSON
OF COUNSEL

*BOARD CERTIFIED REAL ESTATE LAWYER

SANDRA L. SUNDHEIM-STRAUSBAUGH

August 1, 2001

FILED
01 AUG -6 AM 6:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RE: B & G Enterprises of Martin County, Inc.

Dear Sirs:

I have enclosed a check in the amount of \$78.75 to cover your filing fee and obtaining a certified copy of the enclosed Articles of Incorporation for the above corporation.

Once the Articles have been filed, please return the copy to my office marked as filed.

Sincerely yours,


Frederick G. Sundheim, Jr.

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*****78.75 *****78.75

FGS:sn
Encls.
M-89B
cc: Mr. Robert G. Wheat

8-9-01
WC

M-89B/sn

**ARTICLES OF INCORPORATION
OF
B & G ENTERPRISES OF MARTIN COUNTY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be B & G ENTERPRISES OF MARTIN COUNTY, INC.

ARTICLE II. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

The general nature of the businesses to be transacted by this corporation is to own and operate a company for the sale and maintenance of fire extinguishers and sprinkling equipment and to conduct all other lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without nominal or par value. 1,000 having a nominal or par value of one dollar per share.

ARTICLE V. PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 532 Colorado Avenue, Stuart, Florida. The street address of the initial registered office of this corporation in the State of Florida is 310 SW Ocean Blvd., Stuart, Florida, 34994. The name of the initial registered agent at such address is Frederick G. Sundheim Jr.

**ARTICLE VI
MANAGEMENT BY SHAREHOLDERS**

The business of the corporation shall be managed by the directors and/or shareholders of the corporation.

ARTICLE VII. INCORPORATORS
INITIAL DIRECTORS

The name and address of the subscriber of these Articles of Incorporation is:

Name	Address	Office
ROBERT G. WHEAT	60 Hickory Ridge Circle Cicero, IN 46034	D
FORREST EUGENE HULL II	20663 Wildcat Run Drive #101 Estero, FL 33928	D

ARTICLE VIII. BY-LAWS

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

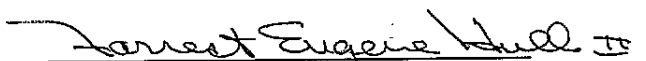
ARTICLE IX. AMENDMENTS

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 shareholders and approved) at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. PREEMPTIVE RIGHTS

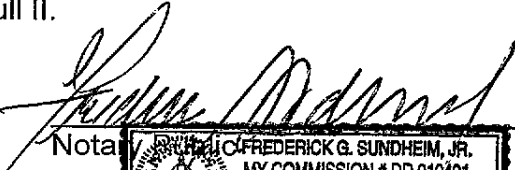

Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.


ROBERT G. WHEAT


FORREST EUGENE HULL II

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 31 day of July, 2001,
by Robert G. Wheat and Forrest Eugene Hull II.


Notary 

Printed name of notary

Personally known ☒ or produced identification ____.
Type of identification produced _____.

I, FREDERICK G. SUNDHEIM JR., having been designated to act as Registered
Agent, hereby consent to act in that capacity until removed or my resignation is submitted.


FREDERICK G. SUNDHEIM JR.