

**Watson & Osborne, P.A.**  
**Attorneys at Law**

KEITH WATSON  
LEE S. OSBORNE  
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GERARD SCHLOTZ

REPLY TO:  
2500 MONUMENT ROAD, SUITE 201

July 11, 2002

Florida Department of State  
Division of Corporations  
P.O. Box 2000  
Tallahassee, Florida 32314

**Re: COUNTRY INSPECTION SERVICE, INC.**

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Country Inspection Service, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours,

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-07/15/02--01070--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Lee S. Osborne

LSO/cys

Enclosures

**FILED**  
02 JUL 15 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7/15

208 PONTE VEDRA PARK DR., SUITE 101  
PONTE VEDRA BEACH, FL 32082  
(904) 273-7009  
FAX (904) 273-6369

3030 HARTLEY ROAD, SUITE 290  
JACKSONVILLE, FLORIDA 32257  
(904) 260-6629  
FAX (904) 260-5123

1566 DUNN AVENUE, SUITE 2  
JACKSONVILLE, FLORIDA 32216  
(904) 757-7830  
FAX (904) 757-7527

2500 MONUMENT ROAD, SUITE 201  
JACKSONVILLE, FLORIDA 32225  
(904) 641-2720  
FAX (904) 641-6506

1840 SOUTHSIDE BLVD, #1A  
JACKSONVILLE, FLORIDA 32216  
(904) 724-6333  
FAX (904) 723-5510

**ARTICLES OF INCORPORATION**  
**FOR**  
**COUNTRY INSPECTION SERVICE, INC.**

**FILED**  
02 JUL 15 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

Name, Location and  
Mailing Address of Principal Office

The name of the corporation is COUNTRY INSPECTION SERVICE, INC. The principal office and mailing address of this corporation is 2352 Rogero Road, Jacksonville, Florida 32211.

**ARTICLE II**

Purpose

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

Capital Stock

The aggregate number of shares which the corporation is authorized to issue is five hundred (500). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) each. The shares of stock are to be issued as follows:

<u>NAME</u>	<u>SHARES</u>
Melvin DiMirsky	500

**ARTICLE IV**

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2352 Rogero Road, Jacksonville, Florida 32211, and the name of the initial registered agent of the corporation at that address is Melvin DiMirsky.

## **ARTICLE V**

### **Directors**

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name, street address and title of the members(s) of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>	<u>Title</u>
Melvin DiMirsky	2352 Rogero Road Jacksonville, FL 32211	Director, President Secretary, Treasurer

## **ARTICLE VI**

### **Incorporator**

The name and street address of the incorporator of this corporation are Melvin DiMirsky, of 2352 Rogero Road, Jacksonville, Florida 32211.

## **ARTICLE VII**

### **By-Laws**

The initial By-Laws of this corporation shall be adopted by the director(s). By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

## **ARTICLE VIII**

### **Restrictions on Transfer of Stock**

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minutes book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

## **ARTICLE IX**


### **Director Compensation**

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation in any form.

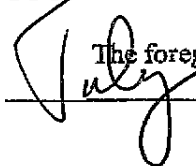
**ARTICLE X**  
**Indemnification**

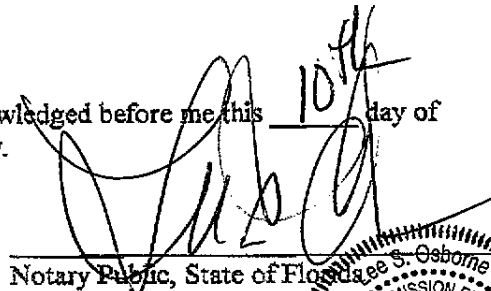
The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the Incorporator has executed these Articles the 10 day  
of July, 2002.

  
\_\_\_\_\_  
Melvin DiMirsky  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

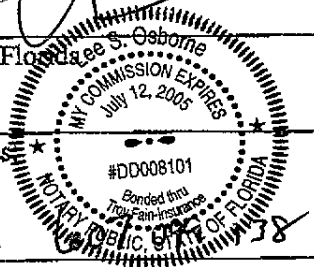
 The foregoing instrument was acknowledged before me this 10th day of  
July, 2002 by Melvin DiMirsky.

  
\_\_\_\_\_  
Notary Public, State of Florida

Print Name: \_\_\_\_\_

My Commission Expires \_\_\_\_\_

Personally known \_\_\_\_\_ or produced identification: N.Y.D.L.



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OR PROCESS WITHIN THE STATE OF FLORIDA AND  
NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

COUNTRY INSPECTION SERVICE, INC., desiring to organize under the laws of the State of Florida as a corporation, has named Melvin DiMirsky, who maintains an office at 2352 Rogero Road, Jacksonville, Florida 32211, as its registered agent to accept service of process within this State, all in accordance with Section 607.034, Florida Statutes.

DATED this 10 day of July, 2002.

By: 

Melvin DiMirsky, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 10 day of July, 2001

  
Melvin DiMirsky

**FILED**  
02 JUL 15 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA