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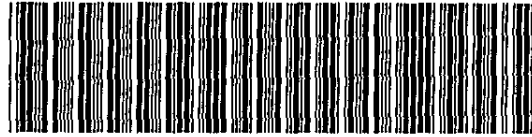
(Business Entity Name)

(Document Number)

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**James L. Nipper**  
ATTORNEY AND COUNSELOR AT LAW

SUITE C-6  
200 WEST FORSYTH STREET  
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 354-7378

September 23, 2004

**Florida Division of Corporations**  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: RC Development Company**

Dear Sirs:

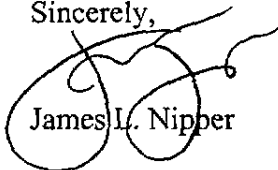
I am enclosing the original and one copy of Articles of Incorporation regarding the above named company.

Would you please file the above charter and send me a certified copy of the accepted Articles of Incorporation?

I am enclosing my check in the amount of \$ 78.50 for this filing.

Please feel free to contact my office in the event that there is a question or problem.

Sincerely,

  
James L. Nipper

Enclosures

cc: Mr. Roger L. Combs, Jr.

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**ARTICLES OF INCORPORATION**  
**OF**  
**RC DEVELOPMENT GROUP, INC.**

\* \* \* \* \*

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that we have become such corporation under and pursuant to the following Articles of Incorporation:

**ARTICLE I**

The name of this corporation is:

RC DEVELOPMENT GROUP, INC.

**ARTICLE II**

The general nature of the business to be transacted by this corporation is to design, develop, and render consulting services relating to petroleum equipment systems, including but not limited to initial installations, upgrades, maintenance, and operation of petroleum equipment and fuel systems of any nature, and to engage in all lawful activities with respect to the petroleum business. This Corporation shall also be authorized to own and trade in real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan

association, cooperative association, fraternal benefit society, state fair or exposition; and to do any and all other things or transact any and all other business or businesses authorized and not prohibited by the laws of the State of Florida.

### **ARTICLE III**

The aggregate number of shares that this corporation shall have the authority to issue is One Thousand (1,000) shares of common stock with a par value of \$1.00 per share. The corporation shall have an initial issue of Five Hundred (500) shares of said common stock of the corporation which shall be issued for cash or property in like value for the total amount of not less than Five Hundred Dollars (\$500.00). The shares of the corporation are not to be divided into classes and the corporation is not authorized to issue shares in series.

### **ARTICLE IV**

The amount of capital with which this corporation shall and does hereby begin business shall not be less than Five Hundred Dollars (\$500.00) which amount or property in like value shall be subscribed for and paid before this corporation shall transact any business.

### **ARTICLE V**

This corporation shall have a perpetual existence unless sooner dissolved according to law.

## **ARTICLE VI**

The initial principal office of this corporation is 7523 Trails End, Jacksonville, Florida 32277, and the post office mailing address of this corporation is also 7523 Trails End, Jacksonville, Florida 32277. The name of the initial Registered Agent is James L. Nipper, whose address is 200 West Forsyth Street, Suite C-6 Jacksonville, Florida 32202.

## **ARTICLE VII**

This corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders but shall never be less than one.

Directors shall be chosen by the Stockholders of this corporation. A majority vote of the Stockholders shall be binding with regard to the business of the corporation. Quorum requirements shall be governed by statute or as provided for in the By-Laws.

## **ARTICLE VIII**

The names and post office addresses of the first Director, and Officers, who, subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation, and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Roger L. Combs, Jr.	7523 Trails End Jacksonville, FL 32277	President/Director
Terri R. Combs	7523 Trails End Jacksonville, FL 32277	Secretary-Treasurer

#### ARTICLE IX

The names and post office addresses of each subscriber of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Roger L. Combs, Jr.	7523 Trails End Jacksonville, FL 32277
Terri R. Combs	7523 Trails End Jacksonville, FL 32277

The names and address of the initial Stockholder of this corporation and a statement of the number of shares of stock which said Stockholder agrees to take is as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Roger L. Combs, Jr.	7523 Trails End Jacksonville, FL 32277	500

## **ARTICLE X**

The officers of this corporation shall be a President, and a Secretary-Treasurer, and such other officers as may be deemed necessary and desirable by the Board of Directors.

All officers shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices except that the President shall not also be the Secretary or an Assistant Secretary of this corporation.

## **ARTICLE XI**

In the furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

To make, alter and amend the By-Laws of this corporation; to fix the amount to be reserved as working capital over and above its capital stock paid in; to authorize and cause to be executed mortgages and loans upon the real and personal property of this corporation; and


If the By-Laws so provide, to designate one or more of its members to constitute an Executive Committee, which committee shall, for the time being as provided in said resolution or in the By-Laws of this corporation, have and exercise any or all of the powers of the Board of Directors in the management of the business and affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

The corporation may, in its By-Laws, confer powers upon its Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by statute.

## ARTICLE XII

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on Stockholders are granted subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. By-Laws may be adopted and amended in the same manner as herein provided for amendment of these Articles of Incorporation. The designation of Officers and Directors as set forth in these Articles of Incorporation shall be confirmed and ratified by initial meeting of the Stockholders immediately following the acceptance of these Articles of Incorporation by the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators have hereunto set our hands and seals this 14<sup>th</sup> day of September, 2004, and for the purpose of forming this corporation under the laws of the State of Florida, have signed these Articles of Incorporation and certify that the facts herein stated are true.

  
✓ROGER L. COMBS, JR.

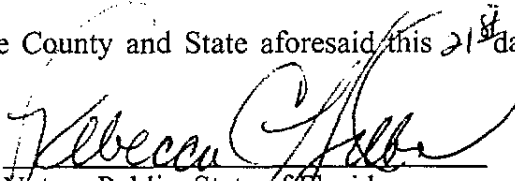
  
✓TERRI R. COMBS

STATE OF FLORIDA  
COUNTY OF DUVAL



I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared **ROGER L. COMBS, JR.** and **TERRI R. COMBS**, both personally known to me as being the persons described in and who both executed the foregoing Articles of Incorporation, and they have acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 21<sup>st</sup> day of **September, 2004.**

  
Notary Public, State of Florida  
My Commission Expires:

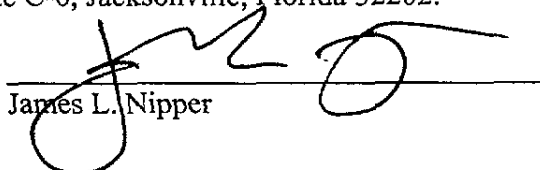
**REBECCA C. HILBERT**  
Notary Public - State of Florida  
My Commission Expires Mar. 1, 2005  
Comm. No. DD005796

**ACCEPTANCE OF REGISTERED AGENT**


STATE OF FLORIDA  
COUNTY OF DUVAL

✓ **RC DEVELOPMENT GROUP, INC.**

Before me, the undersigned authority, personally appeared **JAMES L. NIPPER**, and hereby acknowledges his acceptance as the initial Registered Agent of **RC Development Company**, with the initial corporate address of 7523 Trails End, Jacksonville, Florida 32277, and the Registered Agent address is 200 W. Forsyth Street, Suite C-6, Jacksonville, Florida 32202.

  
James L. Nipper

Sworn to and subscribed before me  
this 22<sup>nd</sup> day of **September, 2004.**

  
Notary Public, State of Florida  
My Commission Expires:

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Patricia J. Mulligan  
MY COMMISSION # DD103918 EXPIRES  
May 6, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

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