

Division of Corporations

P16000046497

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H16000128451 3)))



H160001284513ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

16 MAY 24 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE-SUBMIT

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

Please retain original filing date of submission 5/24

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION

RBS Holdings, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	0806
Estimated Charge	\$87.50

Attn: Lee Yarbrough***

Electronic Filing Menu

Corporate Filing Menu

Help



May 25, 2016

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT CORPORATION

SUBJECT: RBS HOLDINGS, INC
REF: W16000038342

RE-SUBMIT
Please retain original filing
date of submission 5/24

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Naysa Culligan
Regulatory Specialist II

FAX Aud. #: H16000128451
Letter Number: 016A00011050

ARTICLES OF INCORPORATION
OF

RBSC HOLDINGS, INC.
(A Florida Profit Corporation)

FILED
16 MAY 24 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I – NAME

The name of the Corporation shall be "RBSC Holdings, Inc."

ARTICLE II – ADDRESS

The principal place of business and mailing address of the corporation is 5249 Summerlin Commons Blvd., Ste. 100, Fort Myers, FL 33907.

ARTICLES III – PURPOSE

This corporation may engage in the building supply business and in any other activity or business permitted under the laws of the United States and this State of Florida.

ARTICLE IV – CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to issue is One Million (1,000,000) shares of common stock having a par value of \$0.01 (one cent) per share. Said One Million (1,000,000 shares) shall be in voting and non-voting shares as follows:

One Hundred Thousand (100,000) shares of Voting Stock (Type "V")
Nine Hundred Thousand (900,000) shares of Nonvoting Stock (Type "NV")

Other than voting rights, the shares of stock shall have identical rights. Said stock shall be non-assessable to be held, sold and paid for at such time and in such manner as the Board of Directors may from time to time determine. All of the capital stock shall be common stock.

ARTICLE V – CAPITAL

The amount of capital of the Corporation at the time of its formation was One Thousand and No/100 Dollars (\$1,000.00)

ARTICLE VI – REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 5811 Pelican Bay Boulevard, Suite 650, Naples, Florida 34108, and the name of the registered agent of this corporation at that address is HL Statutory Agent, Inc.

ARTICLE VII – BOARD OF DIRECTORS

The corporation shall have at least one (1) director and may have no more than five (5) directors. The number of directors each year may be determined by the shareholders at an annual meeting, or may be fixed by by-laws.

The name and address of the current directors is as follows:

Duane R. Swanson II	15761 Grey Friars Court
	Fort Myers, FL 33912

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is: Steven R. Whitley, 5249 Summerlin Commons Blvd, Suite 100, Fort Myers, FL 33907.

ARTICLE IX - INDEMNIFICATION

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Florida Business Corporation Act (currently Sections 607.0850(1) and (2), Fla. Stat.), as the same may be amended from time to time (the "Act"), the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Act (subject to limitations contained in an agreement entered into by such person and the Corporation), from and against any and all expenses and liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (collectively, a "Proceeding") (other than a Proceeding (1) initiated by such person unless authorized in writing by the Board of Directors of the Corporation, or (2) wherein the Corporation and such person are adverse parties, except for a Proceeding brought derivatively or by an receiver or trustee), including advancement of expenses prior to the final disposition of said Proceeding and amounts paid in settlement of such Proceeding, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent of the Corporation.

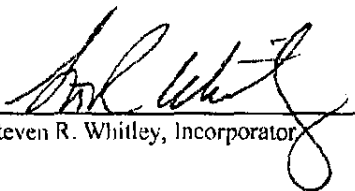
Expenses, including attorneys' fees, incurred by an officer or director in any Proceeding shall be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation under this provision or the Act. Expenses, including attorneys' fees, incurred by other employees and agents may be paid in advance upon such terms and conditions that the Board of Directors of the Corporation deems appropriate.

The indemnification and advancement of expense as provide in this section are not exclusive, and the Corporation may make other or further indemnification or advancement of expense of any of its directors, officers, employees or agents, under any Bylaw, agreement, vote of

shareholders or disinterested directors, or otherwise, both as to action in her or her official capacity and as to action in another capacity while holding such office. However, indemnification or advancement of expense shall not be made to or on behalf of any director, officer, employee or agent in violation of the Act.

The indemnification and advancement of expense shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of said person's heirs and personal representatives.

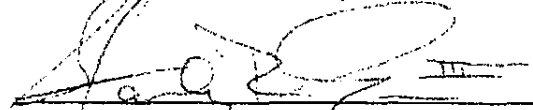
IN WITNESS WHEREOF, these Articles were duly adopted by the Corporation to be effective as of May 20, 2016.


Steven R. Whitley, Incorporator

ACCEPTANCE OF REGISTERED AGENT

HL Statutory Agent, Inc., 5811 Pelican Bay Boulevard, Suite 650, Naples, Florida 34108, being named in the Articles of Incorporation of RBSC HOLDINGS, INC., as the registered agent of the corporation, hereby consents to accept service of process for the corporation at the address set forth above, and accepts the appointment as registered agent and agrees to act in this capacity. By his authorized signature below, the registered agent agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties. By his authorized signature below, the registered agent signifies that he is familiar with and accepts the obligations of the position of registered agent as provided in Florida Statutes Chapter 607.

HL STATUTORY AGENT, INC.



Stanley R. Gorom III, Secretary & Treasurer

Date: 5-25-16

16 MAY 24 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA