

1995 12:13PM FROM FOLEY/LARDNER/JFK

TO

919049224000

P.02

P950000 145/8

2/21/95

FLORIDA DIVISION OF CORPORATIONS
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((H95000002052)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA

FROM: FOLEY & LARDNER
200 LAURA ST

409 EAST GAINES STREET
TALLAHASSEE, FL 32399

JACKSONVILLE FL 32202- 8-0000

FAX: (904) 922-4000

CONTACT: KAREN ~~PETERSON~~ *SONYA SOWARDS*

PHONE: (904) 359-2000

FAX: (904) 359-8700

((H95000002052)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: JRMLB, INC.

FAX AUDIT NUMBER: H95000002052

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/21/1995

TIME REQUESTED: 11:33:32

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

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ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072720000061

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PORT 1

EFFECTIVE DATE

.. 2-20-90

02/21/95 PM 1:56

FBI FD

02-21-1995 12:13PM FROM FOLEY & LARDNER/JAX

TO

919049224000 P.01

FOLEY & LARDNER

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FACSIMILE TRANSMISSION

TO: Division of Corporations

FAX NO.: 904/922-4000

FROM: Sonya Sowards

DATE: 2/21/95

TIME: 11:42am

NO. OF PAGES (including this page): 6

MESSAGE:

FILE NO.: BRIGGS

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02-21-1995 12:14PM FROM FOLEYBARNER/JFK TO
FAX AUDIT NO. H95000002052

91904920000 05 FEB 21 PM 1:55 P.03

ARTICLES OF INCORPORATION

OF

JRMLB, INC.

EFFECTIVE DATE

2-20-95

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

ARTICLE 1

NAME AND ADDRESS

Section 1.1 Name. The name of the corporation is JRMLB, Inc..

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is RR 1, Box 310, Ski Valley Acres, Waitsfield, Vermont 05673.

ARTICLE 2

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE 3

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4

CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of voting common stock having a par value of \$0.10 per share.

PREPARED BY AND RETURN TO:
CHARLES V. HEDRICK, Esquire - Fla. Bar No. 0284130
200 LAURA STREET
POST OFFICE BOX 240
JACKSONVILLE, FL 32201-0240

FAX AUDIT NO. H95000002052

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 200 Laura Street, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is F&L Corp.

ARTICLE 6

DIRECTORS

Section 6.1 Number. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
James R. Briggs	RR 1, Box 310 Ski Valley Acres Waitsfield, Vermont 05673
Mary Lou Briggs	RR 1, Box 310 Ski Valley Acres Waitsfield, Vermont 05673

ARTICLE 7

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE 8

INCORPORATOR

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

Charles V. Hedrick, Esquire

Address

200 Laura Street
Jacksonville, Florida 32202

ARTICLE 9

INDEMNIFICATION

Section 9.1 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.

ARTICLE 10

AMENDMENT

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 20th day of February, 1995.

Charles V. Hedrick

Charles V. Hedrick, Incorporator

02-21-1995 12:15PM FROM FOLEY/ORDNER/JFK

TO

919049224000 P.05

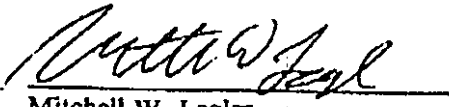
FAX AUDIT NO. H95000003052

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

F&L CORP.

By:


Mitchell W. Legler
Authorized Signatory

Date: February 20, 1995

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7/20/93 (33) ppe/CVR/ale

FAX AUDIT NO. H95000002052

TOTAL P.05

P95000014518

SENT BY: FOLEY & LARDNER

3-27-95 17:09 JACKSONVILLE OFFICE DIV OF CORPORATIONS: 3/ 3

3/27/95

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FROM: FOLEY & LARDNER

DEPARTMENT OF STATE

200 LAURA ST

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409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

JACKSONVILLE FL 32202-

CONTACT: ~~KAREN PETERSON~~ *SONYA SOWARDS*

PHONE: (904) 359-2000

FAX: (904) 359-8700

((H95000003504)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: JRMLB, INC.

FAX AUDIT NUMBER: H95000003504

DATE REQUESTED: 03/27/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 1

ESTIMATED CHARGE: \$87.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 16:00:07

CERTIFICATE OF STATUS: 0

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PORT 1

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DIVISION OF CORPORATIONS
95 MAR 28 PM 2:34

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3/28/95*

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: 3-28-85 : 10:42 : JACKSONVILLE OFFICE- DIV OF CORPORATIONS: # 2/ 3



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 28, 1995

JRMLB, INC.
RR 1 BOX 310
SKI VALLEY ACRES
WATSFIELD, VT 05673

SUBJECT: JRMLB, INC.
REF: P95000014518

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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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 (904) 487-6908.

Tawana McClellan
Corporate Specialist

FAX Aud. #: H95000003504
Letter Number: 495A00013860

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

See attached corrected document -

Thank you -

Sonya Sowards
Sonya Sowards

28 MAR 1995

SENT BY: FOLEY & LARDNER

3-28-95 10:41 JACKSONVILLE OFFICE- DIV OF CORPORATIONS: # 1/3

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FACSIMILE TRANSMISSION

TO: Division of Corporations
FROM: Sonya Sowards
DATE: 3/28/95
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3-28-95 10:42 JACKSONVILLE OFFICE- DIV OF CORPORATIONS: # 3/ 3

Prepared by and return to:
Charles V. Hedrick, Esquire
Florida Bar No. 0284130
200 Laura Street
Post Office Box 240
Jacksonville, Florida 32201-0240

FAX AUDIT NO. H95000003504

FILED
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DIVISION OF CORPORATIONS
95 MAR 28 PM 2:34

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JRMLB, INC.

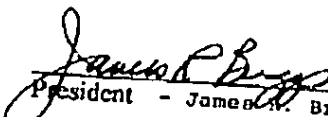
Pursuant to Sections 607.1001, 607.1004, 607.1006, and 607.1009, Florida Business Corporation Act, the following provisions of the Articles of Incorporation of JRMLB, Inc., a Florida corporation, filed in Tallahassee on February 21, 1995, effective as of February 20, 1995, be and they hereby are amended in the following particulars:

Article 1, Section 1.1 ("Name") be and it hereby is amended to read as follows:

Section 1.1 **Name.** The name of the corporation is
Safeguard Services Southeast, Inc.

The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 27 day of Feb, 1995. The only voting group entitled to vote on the adoption of the Amendment consists of the holders of the corporation's common stock. The number of votes cast by such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the underigned President and Secretary of this corporation have executed these Articles of Amendment this 27th day of February, 1995.


President - James H. Briggs


Secretary - Mary Lou Briggs