

**RICHARD PROSPECT**  
*Attorney at Law*

**P95000021414**

Volusia ExecuCenter  
101 Corsair Drive  
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TEL: (904) 258-1255  
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March 10, 1995

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-03/15/95--01070--005  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: KAMBECO, INC.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation regarding the above corporation. Please file same and forward a certified copy of the Articles to my office. I have enclosed our check in the amount of \$122.50 as your filing fee.

Thank you for your assistance in this matter.

Very truly yours,

  
Richard Prospect, P.A.

RP/jfd  
Enc.

*DMC*  
*3/16/95*

**FILED**  
95 MAR 15 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
KAMBEKO, INC.

FILED  
95 MAR 15 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Corporation shall be KAMBEKO, INC.

ARTICLE II

Duration

This corporation shall exist from the time of the filing of these Articles of Incorporation by the Florida Department of State, Division of Corporations, and shall exist in perpetuity.

ARTICLE III

Purposes

This corporation is being organized for the purpose of the sale of construction equipment and other related materials, supplies and goods to all persons, firms, and other entities and any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation, and any and all other adjuncts associated thereto. The corporation may invest its funds in real estate, mortgages, stocks, bonds or any other type of investment.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is One Hundred (\$100.00) shares of Common Stock, with a One Dollar (\$1.00) par value per share.

ARTICLE V

Indemnification

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee or agent, to the full extent permitted by law.

## ARTICLE VI

### Principal Office & Initial Registered Office & Agent

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 7050 Turtle Mound Road, New Smyrna Beach, Florida 32169.

The name of the individual who shall serve as the resident agent of this corporation is: Richard Prospect, P.A., Volusia ExecuCenter, 101 Corsair Drive, Suite 200, Daytona Beach, Florida 32114-3851.

## ARTICLE VII

### Initial Board of Directors

The initial Board of Directors shall consist of three (3) persons. The name and address of the persons who shall serve as Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
KATHY R. SCHOFIELD - President/Secretary	7050 Turtle Mound Road New Smyrna Beach, FL 32169
ELIZABETH ANNE HOPPER - Vice President	7855 S.W. 94th Street Miami, FL 33156
AMY KATHLEEN HOPPER - Treasurer	2930 S.W. 23rd Terrace Apt. 511 Gainesville, Florida 32608

## ARTICLE VIII

### Incorporator

The name and address of the persons signing this Articles of Incorporation are Kathy R. Schofield, 7050 Turtle Mound Road, New Smyrna Beach, Florida 32169, and Amy Kathleen Hopper, 2930 S.W. 23rd Terrace, Apt. 511, Gainesville, Florida 32608.

## ARTICLE IX

### By-Laws

The power to adopt, alter, amend and repeal bylaws shall be vested in the shareholders. At such time that a board of directors is created by the shareholder, the power

to adopt, alter, amend and repeal bylaws shall be vested in the board of directors and the shareholders.

## ARTICLE X

### Issuance of Stock

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set forth opposite names:

Kathy R. Schofield	100 shares
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## ARTICLE XI

### Shareholder Quorum and Voting

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of 51% of the shares represented at the meeting shall be the act of the shareholders.

## ARTICLE XII

### Amendment

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 6<sup>th</sup> day of March, 1995.

Kathy R. Schofield  
KATHY R. SCHOFIELD  
Incorporator

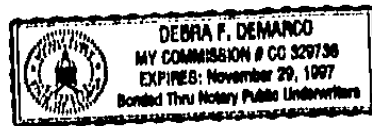
Amy K. Hopper  
AMY KATHLEEN HOPPER  
Incorporator

STATE OF FLORIDA )

COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of March, 1995, by Kathy R. Schofield, who is personally known to me or who has produced n/a as identification and who did/did-not take an oath.

Debra F. Demarco  
Notary Public  
State of Florida  
My Commission Expires:

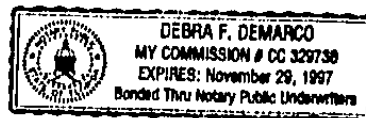


STATE OF FLORIDA )

COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of March, 1995, by Amy Kathleen Hopper, who is personally known to me or who has produced n/a as identification and who did/did-not take an oath.

Debra F. Demarco  
Notary Public  
State of Florida  
My Commission Expires:



FILED

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT KAMBEKO, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 7050 TURTLE MOUND ROAD, NEW SMYRNA BEACH, FLORIDA 32169, HAS NAMED RICHARD PROSPECT, P.A., LOCATED AT VOLUSIA EXECUCENTER, 101 CORSAIR DRIVE, SUITE 200, DAYTONA BEACH, FLORIDA 32114-3851 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Kathy R. Ishfield  
TITLE: President  
DATE: March 6, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE: [Signature]  
RESIDENT AGENT  
DATE: March 6, 1995