

P95000037934

William G. Povlitz

ATTORNEY & COUNSELOR AT LAW

1207 Third Street South, Suite 5
Naples, Florida 33940
(813) 262-1314
(813) 262-3517 FAX

21002 Muck Avenue
Grosse Pte. Wds., MI 48236
(313) 886-5085

Reply: Naples

May 3, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

900001475913
-05/04/95--01073--018
****122.50 ****122.50

RE: **RBI, INC.**

Dear Sir:

Enclosed please find the Articles of Incorporation for the above referenced corporation along with a copy of the same for your certification.

Our firm's check in the amount of \$122.50, is enclosed to cover the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	\$35.00

\$122.50

EFFECTIVE DATE

5-11-95

As always, I thank you for your courtesy and professionalism in addressing this matter.

Sincerely,

Karen A. Reeb

Karen A. Reeb
Legal Assistant to
William G. Povlitz, Esquire

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 12 PM 12:32

FILED

DMP
5/12/95

502

~~W95-9823~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1995

KAREN A. REEB, LEGAL ASSISTANT
WILLIAM G. POVLITZ, ESQUIRE
1207 3RD STREET SOUTH SUITE 5
NAPLES, FL 33940

SUBJECT: RBI, INC.
Ref. Number: W95000009823

We have received your document for RBI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 395A00023247

William G. Povlitz

ATTORNEY & COUNSELOR AT LAW

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Grosse Pointe Woods, MI 48236
(313) 886-5085

Reply: Naples

May 11, 1995

Ms. Doris McDuffie
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: **RBI, INC.**


Dear Ms. McDuffie:

Pursuant to my telephone conversation yesterday with Ms. Freta Lott, it is my understanding that the above-referenced corporation has been rejected.

I am enclosing new Articles of Incorporation for RBI of Naples, Inc., as of yesterday this name was available. If you would be so kind to apply our filing fees to this corporation and forward the certified copies to my attention.

As always, I thank you for your courtesy and professionalism in this matter.

Sincerely,



Karen A. Reeb
Legal Assistant to
William G. Povlitz, Esquire

/kar
Enclosures
cc: Mr. Ryan

ARTICLES OF INCORPORATION

OF

RBI OF NAPLES, INC.

FILED

95 MAY 12 PM 12:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*The undersigned; for the purpose of forming a corporation under the **FLORIDA GENERAL CORPORATION ACT** hereby adopts the following Articles of Incorporation:*

ARTICLE ONE
NAME

EFFECTIVE DATE

5-11-95

*The name of the corporation is **RBI OF NAPLES, INC.** The corporate mailing address is: 1207 Third Street South, Suite 5, Naples, Florida 33940.*

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

*The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the **STATE OF FLORIDA**. The specific nature of business for this Corporation is investments.*

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1750, all of which shall be common share with a \$1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

*The street address of the initial registered office of the corporation shall be **1207 THIRD STREET SOUTH, SUITE 5, NAPLES, FLORIDA 33940**, and the name of the initial registered agent at such address is **WILLIAM G. POVLITZ**.*

William G. Povlitz
Attorney & Counselor
Camargo House
1207 Third Street South
Suite 5
Naples, Florida
33940

(813) 262-1314
Fax (813) 262-3517

I do hereby accept the position of REGISTERED AGENT.


WILLIAM G. POVLITZ
Registered Agent

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall not have Pre-Emptive Rights.

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each Initial Director of the Corporation is as follows:

JAMES EDWARD RYAN
Director

1207 Third Street South, Suite 5
Naples, Florida 33940

JERALD LEE RYAN
Director

1207 Third Street South, Suite 5
Naples, Florida 33940

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

WILLIAM G. POVLITZ

1207 Third Street South, Suite 5
Naples, Florida 33940

ARTICLE NINE
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

William G. Povlitz
Attorney & Counselor
Camargo House
1207 Third Street South
Suite 5
Naples, Florida
33940

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Fax (813) 262-3517


ARTICLE TEN
INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

ARTICLE ELEVEN
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Article of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Article of Incorporation on this 11th day of May, 1995.


WILLIAM G. POVLITZ

STATE OF FLORIDA)
)§
COUNTY OF COLLIER)

*Before me personally appeared **WILLIAM G. POVLITZ**, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.*

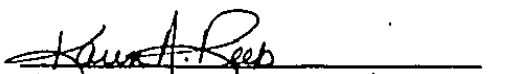
WITNESS my hand and official seal this 11th day of May, 1995.

William G. Povlitz
Attorney & Counselor
Camargo House
1207 Third Street South
Suite 5
Naples, Florida
33940

(813) 262-1314
Fax (813) 262-3517



KAREN A. REEB
MY COMMISSION # CC258488 EXPIRES
February 9, 1997
BONDED THROUGH TROY PAUL INSURANCE, INC.


NOTARY PUBLIC
Print Name: Karen A. Reeb
My Commission Expires: _____