

P95000039566

May 2, 1995

Richard A. Brown, Jr.  
11538 River Country Drive  
Riverview, FL 33569  
(813) 671 - 1535

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

95 MAY 18 PM 3:34

FILED

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

900001477628  
-05/05/95--01106--005  
\*\*\*\*122.50 \*\*\*\*122.50

TO WHOM IT MAY CONCERN:

Enclosed, please find the "Articles for Incorporation" for a newly formed organization; RASE, Inc.

Should you have any questions or require any additional information, please do not hesitate to call on me at the number given above.

Thank you in advance for your prompt and careful attention to this matter.

Sincerely,

  
Richard A. Brown, Jr.

W95-9827

FOR  
1621

PO.  
SDE

5-5

EFFECTIVE DATE

MAY 15 1995



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 9, 1995

RICHARD A. BROWN, JR.  
11538 RIVER COUNTRY DR.  
RIVERVIEW, FL 33569

SUBJECT: RASE, INC.  
Ref. Number: W95000009827

We have received your document for RASE, 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) 487-6931.

Steven Godfrey  
Corporate Specialist

Letter Number: 395A00023270

# ARTICLES OF INCORPORATION

OF

**RASE Distributing, Inc.**

THE UNDERSIGNED, for the purpose of beginning a Corporation under the laws of the State of Florida, Chapter 607, General Corporation Act, providing for the formation, liabilities, rights, privileges and immunities of a Corporation for profit generally and hereby makes, subscribes, acknowledges and files these Articles for the purpose of becoming a Corporation under the laws of the State of Florida.

## ARTICLE I

### Name of Corporation

The name of this Corporation shall be: RASE Distributing, Inc.

## ARTICLE II

### General Nature of Business

The general nature of the business to be transacted by this Corporation shall be:

- (1) To engage generally in the business of wholesale distribution.
- (2) To purchase, to receive by way of gift, subscribe for, invest in, and in all other ways, import, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade, and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing) deal in and with property of every kind and character, real personal, or mixed, tangible, intangible, wherever situated and however held, including but not limited to, money, credits, choices in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm, or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas and

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water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, powers or privileges granted or conferred by any government of subdivision or agency thereof, and any interest in or part of any of the foregoing and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

(3) To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee factor or otherwise, either alone or in company with others.

(4) To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation and to guarantee contracts and other obligations.

(5) To let concessions to others to do any of the things that this Corporation is empowered to do and to enter into, make perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or agency thereof.

(6) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified in the Florida Statutes and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

### ARTICLE III

#### Capital Stock

The total number of shares of stock which the Corporation shall have authority to issue is 7,500 shares of common stock with a par value of one (\$1.00) dollar per share.

### ARTICLE IV

#### Initial Capital

The amount of capital with which the corporation will begin business is Five Hundred (\$500.00) Dollars.

### ARTICLE V

#### Term of Existence

This organization is to exist perpetually.

### ARTICLE VI

#### Registered Office

The initial registered office address of the Corporation in the State of Florida is: 11538 River Country Drive, Tampa, FL 33569. The telephone number at this address is: (813) 671-1535. The registered office address and the principle office address are one in the same. The Registered Agent at this address is Richard A. Brown, Jr.

### ARTICLE VII

#### Directors

The number of directors of this Corporation shall be two (2) initially. The number of directors may be increased or decreased from time to time but shall never be less than one nor more than fifteen. The name and street address of the initial members of the First Board of Directors, who shall hold office for the first year of the Corporation or until their successors are elected or appointed and have qualified are:

Richard A. Brown, Jr.

11538 River Country Drive

Riverview, FL 33569

Susan D. Brown

11538 River Country Drive

Riverview, FL 33569

## ARTICLE VIII

### Subscribers

The name and street address of the Subscribers are:

Richard A. Brown, Jr.

Susan D. Brown

1538 River Country Drive

11538 River Country Drive

Riverview, FL 33569

Riverview, FL 33569

## ARTICLE IX

### Officers

The officers of this Corporation shall be a President, Vice President, Treasurer, and Secretary, and such other officers, agents and factors as may be deemed necessary, shall be chosen in such manner and 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.

## ARTICLE X

### Amendment

This Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by a vote of its Board of Directors in the manner prescribed by law.

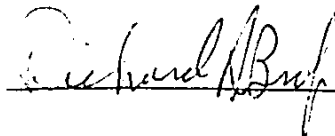
## ARTICLE XI

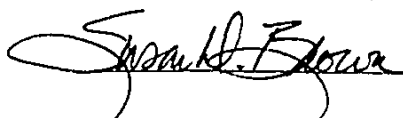
### Commencement of Business;

### Books and Records

This Corporation shall commence business on the 15th of May 1995 and the books and records of the corporation shall be kept on a December 31st calendar year end.

IN WITNESS WHEREOF, we, the undersigned subscribers and incorporators have hereunto set our hands and seals this 2nd day of May, 1995, for the purpose of forming this corporation under the laws of the State of Florida, and we hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts contained herein are true.

 (Seal)

 (Seal)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

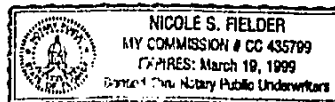
BEFORE ME, the undersigned authority, personally appeared Richard A. Brown, Jr.,  
who is to me well known to be the person described in and who subscribed the above and  
foregoing Articles of Incorporation and they freely and voluntarily acknowledged before me  
according to law that They made and subscribed the same for the uses and purposes therein  
mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at Tampa,  
Hillsborough County, Florida, this 2 day of May, 1995

*Nicole S. Fielder*

Notary Public

My Commission Expires:



STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Susan D. Brown, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation and they freely and voluntarily acknowledged before me according to law that They made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at Tampa, Hillsborough County, Florida, this 2 day of May, 1998



Notary Public

My Commission Expires:





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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance  
with said Act:

FIRST - - that RASE Distributing, Inc., desiring to organize under the laws of  
the State of Florida with its principal office, as indicated on the Articles of Incorporation at 11538  
River Country Drive Riverview County of Hillsborough has named Richard A.  
Brown, Jr. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the  
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with  
the provisions of said Act relative to keeping open said office.

Richard A. Brown, Jr.

95 MAY 18 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED