

P95000044138

25 May 1995

Division of Incorporation  
P.O. Box 8327  
Tallahassee, FL 32314

RECEIVED  
DIVISION OF INCORPORATION  
MAY 26 1995

To whom it may concern,

Please find enclosed the Articles of Incorporation of Genesis Equipment Corporation, along with a check for \$122.50 for Incorporating Genesis Equipment Corporation.

If you have any questions, or require additional information, please give our office a call at 407-626-9501.

Sincerely,

  
Ronald B. Bailey, P.E., CIAQP

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ARTICLES OF INCORPORATION  
OF  
GENESIS EQUIPMENT CORPORATION

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WE, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, do hereby certify, declare and set forth as follows, to wit:

ARTICLE - I

NAME: The name of this corporation shall be:

GENESIS EQUIPMENT CORPORATION

ARTICLE - II

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is: The transaction of any and all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE - III

TERM OF EXISTENCE: This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE - IV

CAPITAL STOCK: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is: One hundred shares (100) of common stock without nominal or par value. The consideration to be paid for each share will be Five Dollars (\$5.00) per share.

ARTICLE - V

INITIAL CAPITAL: The amount of capital with which this corporation shall commence business shall be Five Hundred Dollars (\$500.00).

ARTICLE - VI

REGISTERED AGENT AND REGISTERED OFFICE: The Registered Agent of said corporation at the Registered Office shall be RONALD B. BAILEY.

The Registered Office shall be at 8633 Damascus Drive, Palm Beach Gardens, Florida. The address of both the Registered Office and Registered Agent being 8633 Damascus Drive, Palm Beach Gardens, Florida 33418. This is the mailing address of the corporation.

#### ARTICLE - VII

**OFFICERS AND DIRECTORS:** The names and post office addresses of the first directors of this corporation who shall hold office for the first year or until their successors are chosen shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Ronald B. Bailey	8633 Damascus Drive Palm Beach Gardens, FL 33418	President Secretary Director

The corporation shall have at least one and not more than five (5) directors, and no person shall be required to own, hold or to control stock in the corporation as a conditioned precedent to holding any office in this corporation.

#### ARTICLE - VIII

**SUBSCRIBERS:** The names and post office addresses of the subscribers to these Articles of Incorporation, and the number of shares each agrees to take, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Ronald B. Bailey	8633 Damascus Drive Palm Beach Gardens, FL 33418	100

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin the business.

#### ARTICLE - IX

**STOCKHOLDERS' MEETING:** The time and place of the annual stockholders' meeting shall be fixed and prescribed for in the By-Laws and notice of same shall be given in one of the methods provided by law. Any meeting of the stockholders may waive notice of the time, place and purpose of the meeting, either before or after such meeting.

#### ARTICLE - X

**OFFICERS:** The officers of this corporation shall be a President, a Secretary, and a Treasurer, and such other officers factors as may be deemed necessary, shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed in the By-Laws or determined by the Board of Directors.

Any person may hold two or more offices. This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now

or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

#### ARTICLE - XI

POWERS: This corporation shall have the following powers:

- A. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced.
- B. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in, and with, real property or personal property, or any interest therein wherever situated.
- C. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.
- D. To lend money to and use the credit to assist the officers and employees in accordance with Florida Statute 607.
- E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associates, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality, or of any instrumentality thereof.
- F. To make contracts and guarantees and incur liabilities, determine, issues its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- G. To lend money for corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for the payment of the funds so loaned or invested.
- H. To conduct its business, carry on the operations, and have officers and exercise the powers granted by the Florida Statute 607, within or without this state.
- I. To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation.
- J. To make and alter by By-Laws, not inconsistent with these Articles of Incorporation, or laws of the State of Florida, for the administration and regulation of the affairs of the corporation.
- K. To make donations for the public welfare or for charitable, scientific, or educational purposes.
- L. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- M. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees of its subsidiaries.
- N. To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture trust or other enterprise.
- O. To have and exercise all powers necessary or convenient to affect the purposes of the corporation.

- P. To manufacture, produce, purchase or otherwise sell, import, export, distribute and deal in goods, wares, merchandise, equipment and materials of any kind or description.

**ARTICLE - XII**

**RESIDENT AGENT:** The Resident Agent for this corporation shall be **RONALD B. BAILEY**, 8633 Damascus Drive, Palm Beach Gardens, Florida 33418, in Palm Beach County, Florida.

I HEREBY ACCEPT the above designation.

  
RONALD B. BAILEY

IN WITNESS WHEREOF, the undersigned subscriber has hereunto set his hand and seal this 15th day of April 1995, for the sole purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein are true.

  
RONALD B. BAILEY

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared **RONALD B. BAILEY**, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal, in the County and State aforesaid, this 15th day of April 1995.

  
Notary Public, State of Florida at Large

May 25 1995

My Commission Expires:



MARILYN J. BELADINO  
My Commission CC289047  
Expires May 26, 1997  
Bonded by ANB  
800-852-5678