

P95000059455

FISHER AND WILSEY, P.A.
ATTORNEYS AND COUNSELLORS AT LAW
275 FOURTH STREET NORTH
ST. PETERSBURG, FLORIDA 33701-3209

GEORGE F. WILSEY
Board Certified Wills,
Trusts and Estates;
Certified Circuit Mediator

(813) 698-1181

FAX (813) 821-0601

DAVID F. WILSEY

STEVEN M. WILSEY
Also Certified
Public Accountant

ROBERT W. FISHER
Of Counsel

July 28, 1995

Via Federal Express

Secretary of State
Florida Department of State
Division of Corporations - NEW FILINGS
409 East Gaines Street
Tallahassee, FL 32399

Re: PHIL-BABS, INC.
Articles of Incorporation

Dear Madam:

Enclosed are the Articles of Incorporation of the above-referenced corporation, along with our firm check in the amount of \$122.50 for the corporate filing fees as follows:

Profit corporation filing fee	\$35.00
Registered Agent Designation	35.00
Certified copy	\$52.50
	\$122.50

After the filing of these Articles of Incorporation, please return the certified copy to me for delivery to my client.

Thank you for your assistance.

Sincerely,

DAVID F. WILSEY

\warren\secstate.ltr DFW37/jek
Enclosures

8/2/95

SN

30000059455
-08/01/95-01011-015
*** \$122.50 ***
FILED
JUL 31 AM 9:27
TALLAHASSEE, FLORIDA

FILED

95 JUL 31 AM 9:27

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PHIL-BABS, INC.

EFFECTIVE DATE

July 31, 1995

The undersigned Incorporators hereby execute and acknowledge these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be PHIL-BABS, INC. and it shall have perpetual existence.

ARTICLE II

The general nature of the business of the corporation is to engage in the transaction of any and all lawful business for which corporations may be incorporated under Florida Statute 607.

ARTICLE III

The authorized capital stock of the corporation shall be of one class of voting stock consisting of 1,000 shares of common stock of a par value of \$1.00 per share.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be the sum of \$100.00.

ARTICLE V

The designated registered office of the corporation shall be 6774 - 46th Avenue North, St. Petersburg, Florida 33709. The registered agent of the corporation shall be Philip D.

Warren, 6774 - 46th Avenue North, St. Petersburg, Florida 33709. The principal office and mailing address of the corporation is 6774 - 46th Avenue North, St. Petersburg, Florida 33709.

ARTICLE VI

The number of Directors of the corporation shall be two (2) in number, which may be increased or decreased by vote of the stockholders but shall never be less than one (1) nor more than seven (7). The subscribers of the corporation, and the Directors and Officers, as set forth by their respective names, for the first year of the corporation's existence or until their successors are elected or appointed and qualified are as follows:

<u>OFFICE</u>	<u>NAME</u>
President and Treasurer	Philip D. Warren
Vice President and Secretary	Barbara J. Warren

Their addresses are same as the principal office address.

ARTICLE VII

The corporate existence shall commence as of the date of subscription and acknowledgement of these Articles of Incorporation if these Articles are filed with the Secretary of State of Florida within five (5) days of such date (exclusive of legal holidays) or if not so filed, then on the date same are filed.

PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger

or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

Philip D. Warren (SEAL)
PHILIP D. WARREN

Barbara J. Warren (SEAL)
BARBARA J. WARREN

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 28 day of July, 1995, by Philip D. Warren, who produced FL Driver's license as identification.

Peggy Fleetwood
NOTARY PUBLIC

NOTARY SEAL:



PEGGY FLEETWOOD
MY COMMISSION # CC310697 EXPIRES
September 29, 1997
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA:
COUNTY OF PINELLAS:

The foregoing instrument was acknowledged before me this 28 day of July, 1995, by Barbara J. Warren, who produced FL Driver's license as identification.

Peggy Fleetwood
NOTARY PUBLIC

NOTARY SEAL:



PEGGY FLEETWOOD
MY COMMISSION # CC310697 EXPIRES
September 29, 1997
BONDED THRU TROY FARM INSURANCE, INC.

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

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

First: That PHIL-BABS, INC. desiring to organize under the laws of the State of Florida with its principal office and designated registered office, as indicated in the Articles of Incorporation, at St. Petersburg, Pinellas County, State of Florida, has named PHILIP D. WARREN as its agent to accept service of process within this State.

PHIL-BABS, INC.

By: Philip D. Warren

PHILIP D. WARREN, President

ACKNOWLEDGEMENT:

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 to comply with the provision of said Act relative to keeping open said office.

By: Philip D. Warren

PHILIP D. WARREN

TALLAHASSEE, FLORIDA

95 JUN 3 11 AM 9:27

FILED