

101 HAYS STREET
TAMPA, FL 33606
TEL: 813-222-0111 FAX: 813-222-0866

9500072307



ACCOUNT NO. : 072100000032

REFERENCE : 686229 9000A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : September 19, 1995

ORDER TIME : 9:39 AM

ORDER NO. : 686229

CUSTOMER NO: 9000A

CUSTOMER: Eliot J. Safer, Esq
ELIOT J. SAFER, ESQ
(PERSONAL ACCOUNT)
Suite 100
3974 Woodcock Drive
Jacksonville, FL 32207

100001588081
-09/19/95 - 01002 - 014
***122.50 ***122.50

DOMESTIC FILING

NAME: STOP BOX, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED
SEP 19 1995
FBI
SAS
9/19/95

ARTICLES OF INCORPORATION
OF
STOP BOX, INC.

The undersigned, acting as Incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this Corporation shall be Stop Box, Inc. The mailing address of this Corporation shall be 2175 Commonwealth Avenue, Jacksonville, FL 32277.

ARTICLE II

Term of Existence

The duration of this Corporation is to be perpetual.

ARTICLE III

Purposes

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

Stock Clause

The maximum number of shares of stock of the Corporation that may be issued is 7,500 shares consisting of 3,750 voting common shares with a par value of \$1.00 per share (referred to as Class A Common Stock) and 3,750 nonvoting common shares with a par value of \$1.00 per share (referred to as Class B Common Stock). Each class of shares shall be identical in all respects, except that the nonvoting shares shall carry no right to vote for the election of directors of the corporation and no right to vote on any matter presented to the shareholders for their vote or approval.

ARTICLE V

Initial Board of Directors

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Rickey Lucas
2175 Commonwealth Avenue
Jacksonville, FL 32277

Alan D. Terry
2175 Commonwealth Avenue
Jacksonville, FL 32277

ARTICLE VI

Incorporator

The name and address of the person signing these Articles is:
Eliot J. Safer, 3974 Woodcock Drive, Suite 100, Jacksonville,
FL 32207.

ARTICLE VII

Pre-emptive Rights

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the Shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

ARTICLE VIII

Interested Directors

A. No contract of other transaction between a corporation and one or more of its Directors, or between a corporation and any other corporation, firm, association or other entity in which one or more of its Directors are Directors or Officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such Director or Directors are present at the meeting of the Board, or of a committee thereof, which approves such contract or transaction, or that his or their votes are counted for such purpose:

(1) If the fact of such common directorship, officership or financial interest is disclosed or known to the Board or Committee, and the Board or Committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested Director or Directors; or

(2) If such common directorship, officership or financial interest is disclosed or known to the Shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the Shareholders;

(3) If the contract or transaction is fair and reasonable as to the Corporation at the time it is approved by the Board, a Committee which approves such contract or transaction.

B. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board or of a Committee which approves such contract or transaction.

ARTICLE IX

Long Term Employment Contract

The Board of Directors may authorize the Corporation to enter into employment contracts with any executive officer for periods longer than one (1) year, and any Charter or by-law provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

ARTICLE X

Director Reliance on Corporate Records

A Director shall not be liable for dividends illegally declared, distributions illegally made to Shareholders or any other action taken in reliance in good faith upon financial statements of the Corporation represented to him to be correct by the President of the Corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the Corporation; nor shall he be liable if, in good faith in determining the amount available for dividends or distribution, he considers the assets to be of ample value.

ARTICLE XI

Initial Registered Office and Registered Agent

The address of the initial registered agent of this Corporation is 3974 Woodcock Drive, Suite 100, Jacksonville, FL

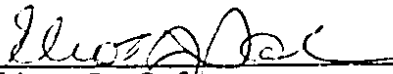
32207. The name of the initial registered agent of this Corporation of that address is Eliot J. Safer.

ARTICLE XII

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Each Amendment shall be approved by the Board of Directors and proposed by them to the Shareholders, and approved at a Shareholder's meeting unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation are made. All rights conferred on Shareholders herein are granted subject to this reservation

IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, executes these Articles of Incorporation and certifies to the truths of the facts herein stated, this 15th day of ^{Septemb} August, 1995.


Eliot J. Safer

ACKNOWLEDGEMENT OF REGISTERED AGENT

Said Registered Agent named in ARTICLE XI hereof, has executed the following acknowledgement accepting said office and agreeing to comply with the provision of Chapter 49.091, Florida Statutes:

I, Eliot J. Safer, having been named to accept service of process for the above stated Corporation, at the place designated in ARTICLE XI hereof, hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Eliot J. Safer
Registered Agent

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Eliot J. Safer, 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.

WITNESS my hand and official seal at Jacksonville, County and State aforesaid, this 18th day of September, 1995.

Jean R. Williams
Notary Public, State of Florida
My Commission Expires:



JEAN R. WILLIAMS
MY COMMISSION # 00002464 EXPIRES
July 8, 1998
BONDED THIRD TROY FAIN INSURANCE, INC.

995000072307
FILED



96 FEB 22 AM 9:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 055066 90000

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 22, 1996

ORDER TIME : 11:50 AM

ORDER NO. : 055066

CUSTOMER NO: 9000A

CUSTOMER: Eliot J. Safer, Esq
Eliot J. Safer, Esq
Suite 100
3974 Woodcock Drive
Jacksonville, FL 32207

900001721779
-02/22/96--01029--008
****122.50 ****122.50

ARTICLES OF MERGER

SAFE-CAR INTERNATIONAL, INC.

INTO

STOP BOX, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY

N. HENDRICKS FEB 23 1996

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: _____

RECEIVED
96 FEB 22 PM 1:13
DIVISION OF CORPORATIONS

TROMBERG, SHORE & SAFER

AN ASSOCIATION INCLUDING A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
3974 WOODCOCK DRIVE, SUITE 100
JACKSONVILLE, FLORIDA 32207
(904) 396-5321
FAX (904) 396-5730

ERIC D. TROMBERG*
BRENT D. SHORE
ELLIOT J. SAFER, P.A.
KARIN C. GIPPS
*BOARD CERTIFIED CIVIL TRIAL LAWYER

ERIC SMITH
OF COUNSEL

February 21, 1996

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Merger of Safe-Car International, Inc.
into Stop Box, Inc.

Gentlemen:

Enclosed herewith are a Plan and Agreement of Merger and Articles of Merger merging Safe-Car International, Inc. into Stop Box, Inc. to be filed in your office.

We enclose our office check to cover the following costs:

Filing fee and Indexing	\$ 70.00
Certified Copy	<u>52.50</u>
	\$122.50

Please return the certified copy and other documents to our office.

Thank you for your courtesy in this matter.

Very truly yours,


Elliot J. Safer

EJS:saj
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Morlham
Secretary of State

ARTICLES OF MERGER
Merger Sheet

MERGING:

SAFE-CAR INTERNATIONAL, INC., A FLORIDA
CORPORATION, P95000000011

INTO

STOP BOX, INC., a Florida corporation, P95000072307

File date: February 22, 1996

Corporate Specialist: Nancy Hendricks

FILED

ARTICLES OF MERGER

96 FEB 22 AM 9 32

Pursuant to the provisions of Section 607.05, Florida Business Corporation Act, Stop Box, Inc., a Florida corporation, and Safe-Car International, Inc., a Florida corporation, adopt the following Articles of Merger.

ARTICLE I

Safe-Car International, Inc., a Florida corporation, shall be merged with and into Stop Box, Inc., a Florida corporation, which shall be the surviving corporation.

ARTICLE II

That certain Plan and Agreement of Merger (the "Agreement"), dated the 23rd day of October, 1995, by and between Stop Box, Inc., a Florida corporation, and Safe-Car International, Inc., a Florida corporation, attached to and made a part of this instrument, was unanimously approved by the Stockholders of Stop Box, Inc., a Florida corporation, and by the Stockholders of Safe-Car International, Inc., a Florida corporation, by resolutions adopted on the 23rd day of October, 1995.

ARTICLE III

The merger shall become effective as November 30, 1995.

IN WITNESS WHEREOF, these Articles of Merger have caused the same to be duly executed by their respective authorized officers.

STOP BOX, INC.

By W. Larry Critzer
W. Larry Critzer, President

Attest: Alan D. Terry
Alan D. Terry, Secretary

SAFE-CAR INTERNATIONAL, INC.

By Rickey Lucas
Rickey Lucas, President

Attest: Alan D. Terry
Alan D. Terry, Secretary

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 20 day of February, 1996, by W. LARRY CRITZER, as President of STOP BOX, INC., a Florida corporation, on behalf of the said corporation. He is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

NOTARY PUBLIC:

Evelyn C. Tripp
Signature

EVELYN C. TRIPP
Printed Name

State of Florida at Large
My Commission Expires:

(SEAL)



EVELYN C. TRIPP
MY COMMISSION # CC-34153 EXPIRES
May 23, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 20 day of February, 1996, by RICKEY LUCAS, as President of SAFE-CAR INTERNATIONAL, INC., a Florida corporation, on behalf of the said corporation. He is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

NOTARY PUBLIC:

Evelyn C. Tripp
Signature

EVELYN C. TRIPP
Printed Name

State of Florida at Large
My Commission Expires:

(SEAL)



EVELYN C. TRIPP
MY COMMISSION # CC-34153 EXPIRES
May 23, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

PLAN AND AGREEMENT OF MERGER

THIS PLAN AND AGREEMENT OF MERGER, dated the 23rd day of October, 1995, by and between STOP BOX, INC., a Florida corporation, and SAFE-CAR INTERNATIONAL, INC., a Florida corporation.

WHEREAS, STOP BOX, INC., a Florida corporation, is a corporation duly organized and existing under the laws of the State of Florida, and

WHEREAS, SAFE-CAR INTERNATIONAL, INC., a Florida corporation, is a corporation organized and existing under the laws of the State of Florida, and

WHEREAS, STOP BOX, INC., the Florida corporation, and SAFE-CAR INTERNATIONAL, INC., the Florida corporation, have agreed that SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall merge into STOP BOX, INC., the Florida corporation, upon the terms and conditions and in the manner set forth in this Agreement and in accordance with the applicable laws of the State of Florida.

NOW, THEREFORE, in consideration of the mutual covenants, agreements and provisions contained in this Agreement, and in order to consummate the transactions described above, STOP BOX, INC., the Florida corporation, and SAFE-CAR INTERNATIONAL, INC., the Florida corporation, the constituent corporations to this Agreement, agree as follows:

1. STOP BOX, INC., the Florida corporation, and SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall be merged into STOP BOX, INC., the Florida corporation, as a single

corporation, upon the terms and conditions of this Agreement, and that STOP BOX, INC., the Florida corporation, shall continue under the laws of the State of Florida as the surviving corporation (the "surviving corporation").

(a) The purposes, the registered agent, the address of the registered office, the number of Directors and the capital stock of the surviving corporation shall be as appears in the Articles of Incorporation of STOP BOX, INC., the Florida corporation, as on file with the office of the Secretary of State of the State of Florida on the date of this Agreement. The terms and provisions of the said Articles of Incorporation are incorporated into this Agreement. From and after the effective date and until further amended, altered or restated as provided by law, the Articles of Incorporation, separate and apart from this Agreement, shall be and may be separately certified as the Articles of Incorporation of the surviving corporation.

(b) The By-laws of STOP BOX, INC., the Florida corporation, in effect on the effective date shall be the By-laws of the surviving corporation until they shall be altered, amended or repealed or until new By-laws are adopted as provided in them.

(c) The persons who, upon the effective date of the merger, shall constitute the Board of Directors of the surviving corporation shall be the persons constituting the Board of Directors of STOP BOX, INC., the Florida corporation, on the effective date. If, on the effective date of the merger any vacancy exists on the Board of Directors of the surviving

corporation, that vacancy may be filled in the manner provided in the By-laws of the surviving corporation.

(d) The persons who, upon the effective date of the merger shall constitute the officers of the surviving corporation, shall be the persons constituting the officers of STOP BOX, INC., the Florida corporation.

2. This Agreement shall be submitted to the Stockholders of STOP BOX, INC., the Florida corporation, and to the Stockholders of SAFE-CAR INTERNATIONAL, INC., the Florida corporation, at meetings of the Stockholders on October 23, 1995 (or at such later date as the Boards of Directors of STOP BOX, INC., the Florida corporation, and SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall mutually approve) and, if it is adopted and approved in accordance with the laws of the State of Florida, as promptly as practicable thereafter, the fact that this Agreement has been adopted and approved as above provided shall be certified by their respective secretaries, and this Agreement and appropriate Articles of Merger shall be signed, acknowledged and filed pursuant to the laws of the State of Florida. The merger of STOP BOX, INC., the Florida corporation, into SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall become effective [✓]~~October 31~~, 1995. The date on which the merger of STOP BOX, INC., the Florida corporation, into SAFE-CAR INTERNATIONAL, INC., the Florida corporation, becomes effective is called in this instrument the "effective date" of the merger.

3. When this Agreement shall have been approved, signed and acknowledged, the separate existence of SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall cease and shall be merged into the surviving corporation in accordance with this Agreement, and the surviving corporation shall continue unaffected and unimpaired by the merger and shall possess all of the rights, privileges, powers, franchises, patents, trademarks, licenses and registrations, both of a public or private nature, and shall be subject to all the restrictions, disabilities and duties of each of the constituent corporations so merged, and all and singular the rights, privileges, powers, franchises, patents, trademarks, licenses and registrations of each of the constituent corporations; and all property, real, personal and mixed, and all debts due to either of the constituent corporations on whatever account as well as for stock subscriptions and all other things in action or belonging to each of the constituent corporations shall be vested in the surviving corporation; and all property, rights, privileges, powers, franchises, patents, trademarks, licenses and registrations and every other interest thereafter shall be as effectually the property of the surviving corporation as they were of the respective constituent corporations; and the title to any real estate, whether vested by deed or otherwise in either of the constituent corporations under the laws of the State of Florida, or any other state where real estate may be located, shall not revert or in any way be impaired by reason of the merger, provided that all rights of creditors and all liens upon the property of any of

the constituent corporations shall be preserved unimpaired; and all debts, liabilities and duties of the constituent corporations shall then attach to the surviving corporation and may be enforced against it to the same extent as if those debts, liabilities and duties had been incurred or contracted by it.

4. The number of shares of the capital stock of STOP BOX, INC., the Florida corporation, is 3,750 shares of Class A common stock of a par value of \$1.00 per share, of which 2,000 shares are issued and outstanding, and 3,750 shares of Class B common stock, of which no shares are issued and outstanding. The number of shares of the capital stock of SAFE-CAR INTERNATIONAL, INC., the Florida corporation is 1,000 shares of common stock of no par value, of which 100 shares are issued and outstanding. All of the outstanding stock of SAFE-CAR INTERNATIONAL, INC. is owned by STOP BOX, INC. Upon approval, the capital stock of SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall be completely cancelled and that of STOP BOX, INC., the Florida corporation, shall be unaffected by the merger.

5. Following the adoption of this Agreement by the Stockholders of STOP BOX, INC., the Florida corporation, and of SAFE-CAR INTERNATIONAL, INC., the Florida corporation, the merger, transfer of assets from SAFE-CAR INTERNATIONAL, INC., the Florida corporation, to STOP BOX, INC., the Florida corporation, assumption of obligations and liabilities of SAFE-CAR INTERNATIONAL, INC., the Florida corporation, shall all be effective on November 30, 1995,

with its adoption by the Stockholders of each corporation duly certified by the Officers thereof.

IN WITNESS WHEREOF, the parties to this Plan and Agreement of Merger have caused the same to be duly executed by their respective authorized officers.

STOP BOX, INC.

By

W. Larry Critzer
W. Larry Critzer, President

Attest:

Alan D. Terry
Alan D. Terry, Secretary

SAFE-CAR INTERNATIONAL, INC.

By

Rickey Lucas
Rickey Lucas, President

Attest:

Alan D. Terry
Alan D. Terry, Secretary

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 20
day of February, 1996, by W. LARRY CRITZER, as President
of STOP BOX, INC., a Florida corporation, on behalf of the said
corporation. He is personally known to me or who has produced a
Florida driver's license as identification and who did take an
oath.

NOTARY PUBLIC:

Evelyn C. Tripp
Signature

EVELYN C. TRIPP
Printed Name

State of Florida at Large
My Commission Expires:



EVELYN C. TRIPP
MY COMMISSION # CC434153 EXPIRES
May 23, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

(SEAL)

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this 26
day of February, 1996, by RICKEY LUCAS, as President of
SAFE-CAR INTERNATIONAL, INC., a Florida corporation, on behalf of
the said corporation. He is personally known to me or who has
produced a Florida driver's license as identification and who did
take an oath.

NOTARY PUBLIC:

Evelyn C. Tripp
Signature

EVELYN C. TRIPP
Printed Name

State of Florida at Large
My Commission Expires:



EVELYN C. TRIPP
MY COMMISSION # CC434153 EXPIRES
May 23, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

(SEAL)

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000072307

1. Corporation Name

STOP BOX, INC.

Principal Office of Business

2175 COMMONWEALTH AVE.
JACKSONVILLE FL 32277

Mailing Address

2175 COMMONWEALTH AVE.
JACKSONVILLE FL 32277

APPROVED
AND
FILED
1996 OCT 25 PM 12: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



If above addresses are incorrect in any way, fill through incorrect information and enter correction below

2. New Principal Office Address, If Applicable

State, Apt. #, etc.

City & State

Zip

Country

3. New Mailing Office Address, If Applicable

State, Apt. #, etc.

City & State

Zip

Country

4. Date Incorporated or Qualified
To Do Business in Florida

09/19/1995

5. FEI Number

59-3337647

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required
for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
D	LUCAS, RICKEY	2175 COMMONWEALTH AVE.	JACKSONVILLE FL 32277
D	TERRY, ALAN D	2175 COMMONWEALTH AVE.	JACKSONVILLE FL 32277

800001994518--9
-11704796--01001--002
****375.00 ****375.00

REINSTATEMENT

ale-sh
10/20/96

8. Name and Address of Current Registered Agent

SAFER, ELIOT J
3974 WOODCOCK DR., SUITE 100
JACKSONVILLE FL 32207

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

Eliot J. Safer
REGISTERED AGENT MUST SIGN

Date 9/20/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director of the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

RP Lucas

9-26-96
Date

904-354-7867
Daytime Phone #