

796000010459

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

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MANJARET L. COOPER
EDWARD D. DAP
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CHRISTOPHER B. DUKE
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THORNTON M. HENRY
PETER B. HOLTEIN
MARK D. KLEINFELD

MICHAEL T. KRAUS
JOHN R. LAMACCHIA
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ALLEN R. THOMPSON
JOHN B. THAYER
MICHAEL P. WALSH
DANIEL K. WARMAN
H. ADAM WEAVER

HENRY P. LIEBENTHAL
1902-1992
HARRY ALLISON JOHNSTON
1899-1993
H. BRUCE JONES
1904-1994
PAUL D. WOLFE
1911-1991
DETIRED
WILLIAM A. FORTER
OF COUNSEL
L. MARTIN FLAHERTY

WHITEY'S DIRECT LINE: _____

January 26, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

1-26-96

500001700065
-01/29/96--01037--019
***122.50 ***122.50

Gentlemen:

Re: Business Ventures RS, Inc.

Enclosed are the original and a copy of the Articles of Incorporation of the captioned proposed corporation. Please file the original and return the copy certified.

A check in the amount of \$122.50 is enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy, and the \$35.00 Registered Agent fee.

Please note that Article XI of the Articles of Incorporation provides that this corporation shall commence its corporate existence upon the date of execution of the Articles. Please note this on the face of the Articles.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By

Scott G. Hawkins

SGH:swUBM18306-1/ScySLI

Enclosures

FILED
95 JAN 29 PM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

296A 0000 4665

REGISTER FEB 2 1996

RECEIVED DATE
1-26-96

ARTICLES OF INCORPORATION
OF
BUSINESS VENTURES RS, INC.

FILED
96 JAN 29 PM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles
for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

Name

The name of this corporation shall be BUSINESS VENTURES RS, INC.

ARTICLE II

Purpose

This corporation is organized for the purpose of transacting any or all lawful
business.

ARTICLE III

Capital Stock

The capital stock of this corporation shall consist of 10,000 shares of common
stock of \$1.00 par value, fully paid and non-assessable.

ARTICLE IV

Principal Office and Mailing Address

The Principal Office and the Mailing Address of this corporation is 2820 East Squirrel Court, Inverness, Citrus County, FL 34452.

ARTICLE V

Registered Agent/Registered Office

The initial Registered Agent of this corporation is Thomas L. Bennett, located at the Registered Office of the corporation at 2820 East Squirrel Court, Inverness, Citrus County, Florida 34452.

ARTICLE VI

Initial Board of Directors

This corporation shall initially have one (1) Director. The number of Directors may be changed from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director is:

Thomas L. Bennett
2820 East Squirrel Court
Inverness, FL 34452

ARTICLE VII

Special Provisions

The following special provisions shall govern this corporation:

A. The time and place of the annual shareholders' meeting and the annual directors' meeting shall be fixed and provided for in the by-laws, and notice of same shall be given in one of the methods provided by law. Any shareholder or director may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

B. There shall be a President, a Secretary and a Treasurer of this corporation, and such assistants as the shareholders may, by resolution, determine to be necessary and/or as provided in the by-laws. This corporation may also have such other officers, assistants and factors as may be determined necessary and provided for by resolution of the shareholders and/or in the by-laws. Any person may hold two or more offices. The shareholders may, at any time, by majority vote at a duly-called and noticed meeting declare any office or directorship vacant or remove any officer or director and elect a successor thereto. Additionally, directors may, at any time, by majority vote at a duly-called and noticed meeting declare any office vacant or remove any officer and elect a successor thereto.

C. The directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or directorship in this corporation.

E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers or directors of the corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act, or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

ARTICLE VIII

Officers

The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be:

Thomas L. Bennett
2820 East Squirrel Court
Inverness, FL 34452

President/Secretary/Treasurer

ARTICLE IX

Incorporator

The name and address of the incorporator is:

Thomas L. Bennett
2820 East Squirrel Court
Inverness, FL 34452

ARTICLE X

Amendment

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 officers and shareholders herein are granted subject to this reservation.

ARTICLE XI

Commencement

This corporation shall commence its existence upon the date of execution of these Articles of Incorporation pursuant to Florida Statutes 607.167, providing that corporate existence may begin up to five days before the filing with the Secretary of State.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of January, 1996.

Thomas L. Bennett
Thomas L. Bennett, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by Thomas L. Bennett, who ~~is personally known to me or who has produced a driver's license as~~ identification, this 26th day of January, 1996.

DL#: B 530-832-68-423-0

(NOTARY SEAL)

Doreen A. Ettinger
Notary Public
Print Name: _____
Commission No.: _____
My commission expires: _____

DOREEN A. ETTINGER
Notary Public, State of Florida
My Commission Expires July 18, 1997
Commission No. CC 302458

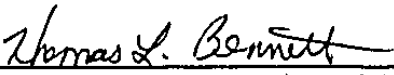
CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

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

That BUSINESS VENTURES RS, INC., desiring to organize under the laws
of the State of Florida, has named Thomas L. Bennett, located at the Registered Office of
the corporation at 2820 East Squirrel Court, Inverness, Citrus County, Florida 34452, as its
Registered 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 agree to act in this capacity,
and I further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.



Thomas L. Bennett, Registered Agent

JBN:av118306-1\Articles

FILED
96 JAN 29 PM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000010459

To: Florida Dept of State
Division of Corporations

From: Thomas L. Bennett
420 Palmetto Dr.
Lake Park, FL 33403

900002142389--3
-04/14/97--01129--005
*****35.00 *****35.00

(561) 844-1953

Enclosed are the Articles of Dissolution
for Business Ventures RS, Inc. and a check
for the filing fee for the articles of
dissolution.

FILED
97 APR 14 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Uold's

VS APR 17 1997

ARTICLES OF DISSOLUTION

FILED
97 APR 14 AM 11:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Business Ventures
RS, INC.

SECOND: The date dissolution was authorized: April 16, 1997

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 16 day of April, 19 97.

Signature Thomas L. Bennett
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Thomas L. Bennett
(Typed or printed name)

President / Secretary / Treasurer
(Title)

P96000010459

To: Florida Dept of State
Division of Corporations

From: Thomas L. Bennett
420 Palmetto Dr.
Lake Park, FL 33403

900002142389--3
-04/14/97--01129--005
*****35.00 *****35.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Uold's

V8 APR 17 1997

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Signature Thomas L. Bennett
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Thomas L. Bennett
(Typed or printed name)

President / Secretary / Treasurer
(Title)