

P96000032486

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400000117152744
-00/20/206--01061--017
****122.50 ****122.50

SUBJECT: RAINES ENTERPRISES INC.
(Proposed corporate name - must include suffix)

EFFECTIVE DATE:
4-1-96

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FILED
MAR 29 PM 12:39
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

FROM: CHARLES B. RAINES
Name (printed or typed)

13431 GLADSTONE DR
Address

ODESSA, FL 33556
City, State & Zip

RPR (813) 429-9391
Daytime Telephone number

APR 4 1996

B88

W96-7345
615

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1996

CHARLES B. RAINES
13431 GLADSTONE DRIVE
ODESSA, FL 33556

SUBJECT: RAINES ENTERPRISES INC.
Ref. Number: W96000007345

We have received your document for RAINES ENTERPRISES INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 496A00015527

FORM 1

**CERTIFICATE OF INCORPORATION
OF**

BAINES ENTERPRIZES INC.

FILED
96 MAR 29 PM 12:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

**FIRST
IDENTIFICATION**

EFFECTIVE DATE
4-1-96

The name of the corporation, hereinafter referred to as the "Corporation," is BAINES ENTERPRIZES INC.

**SECOND
PERIOD OF EXISTENCE:**

The period during which the corporation shall continue is perpetual.

**THIRD
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Corporation is 13431 GLADSTONE DR 33556 ODESSA, FL
and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is CHARLES B. BAINES 13431 GLADSTONE DR ODESSA FL 33556

**FOURTH
PURPOSE**

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Delaware.

**FIFTH
SHARES**

The total authorized capital stock of the Corporation is ONE HUNDRED (100) shares having a Par Value of NONE. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

**SIXTH
INCORPORATOR'S ADDRESS**

The name and post office address of the Incorporator of the Corporation is as follows:

CHARLES B. BAINES
13431 GLADSTONE DR.
ODESSA FL 33556

SEVENTH
DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

CHARLES B. RAINES 13431 GLADSTONE DR ODESSA, FL 33556

KENNETH L. RAINES 13431 GLADSTONE DR. ODESSA, FL 33556

EIGHTH
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be April 1, 1996

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of

MARCH 1, 1996

CHARLES B. RAINES

(Incorporator)

Registered Agent Acceptance

FILED

96 MAR 29 PM 12:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to show written acceptance by the Registered Agent of Raines Enterprises Inc.

I CHARLES B. RAINES do hereby state that I am fully familiar with and do accept the duties and responsibilities as Registered Agent for the aforementioned Raines Enterprises Inc. residing at 13431 CLADSTONE DR. ODessa, FL 33556

Signed this 8th day of April 1996

Signed Charles B. Raines
(Registered Agent)

REF. NUMBER: W96000007345