

P96000061188

BOB MOORE
1509 Arpeka Street
Fort Lauderdale, FL 33312

FILED

96 JUL 19 PM 4:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 18, 1996

The Department of State
NEW CORPORATION FILING
409 E. Gaines Street
Tallahassee, FL 32399

100001898581
-07/19/96--01063--012
****122.50 ****122.50

Re: Main Street Hardware, Inc.

We enclose for recording or filing the following checked documents:

- _____ Financing statement - UCC
- _____ Termination of financing statement
- _____ ☒ Articles of Incorporation
- _____ Trademark Application
- _____ Articles of Amendment of Corporation
- _____ Assignment for the Benefit of Creditors
- _____ Real Estate Mortgage
- _____ Limited Partnership
- _____ Copyright Application
- _____ Assent form
- _____ Other: _____

Recording fees (if applicable) of \$122.50 are enclosed. Please return proof of filing to the undersigned and we thank you for your cooperation.

Very truly,


Bob Moore

7-22-96

**ARTICLES OF INCORPORATION
OF**

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96 JUL 19 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAIN STREET HARDWARE, INC.

The undersigned, acting as an incorporator of Main Street Hardware, Inc. under Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is: Main Street Hardware, Inc.

ARTICLE II: COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III: PURPOSE

This corporation may engage in any activity or business permitted under the law of United States and Florida.

ARTICLE IV: AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be in whole or part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

**ARTICLE V: REGISTERED OFFICE AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the registered office/principal place of business of the corporation is
1209 U.S. One, Sebastian, Florida 32951

, and the name of the corporation's initial registered
agent at that address is

Bob Moore
1209 U.S. One
Sebastian, FL 32951

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The corporation shall have (1) one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial incorporator and initial director(s) are:

Bob Moore
1209 U.S. One
Sebastian, FL 32951

The incorporator of the corporation assigns to this Corporation the incorporator's rights under Section 607.161, Florida Statutes, to constitute a corporation, and the incorporator assigns to those persons designated by the Board of Directors any rights the incorporator may have to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLES VII: DIRECTORS

1. The business of this Corporation shall be conducted and managed by its Board of Directors, and such Board of Directors shall consist from one member and not more than eleven members. A majority of the first Board of Directors name below shall have the power to approve and adopt the Bylaws of this Corporation until their successors are elected or appointed.
2. The qualifications, time and place of election and term of office of each Director shall be provided for in the Bylaws of the Corporation.
3. The officers of this Corporation may consist of a President, Vice President, Secretary and Treasurer, and such other officers and agent as may be provided for by the Bylaws of this Corporation, who shall be chosen, serve for such term, and have such duties as may be prescribed by such Bylaws.

ARTICLE VIII: INDEMNIFICATION OF DIRECTORS

1. The Corporation shall indemnify any Director made a party to any action, suit or proceeding by or in the right of the Corporation to procure a judgment in its favor by reason of this being or having a Director or any officer of the Corporation, or Director of any other corporation which the Director served as such at the request of the Corporation, against the reasonable expenses, including but not limited to attorneys' fees, actually and necessarily incurred by the Director in connection with the defense or settlement of such action, suit or proceeding, or in connection with an appeal therein, except in relation to matters as to which such Director may be adjudged to have been guilty of negligence or misconduct, in the performance of the Director's duty to the Corporation.
2. The Corporation shall indemnify any Director made party to any action, suit or proceeding other than one by or in the Director's right of the Corporation to procure a judgment in its favor, whether civil or criminal, brought to impose a liability or penalty on such Director in the Director's capacity as Director or an officer of the Corporation, or officer of any other corporation which the Director or officer served as such at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including but not limited to attorney's fees actually and necessarily incurred as a result of such action, suit or proceedings, or any appeal therein, if such Director acted in good faith in the reasonable belief that such action was in the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such civil or criminal action, suite or proceeding by judgment, settlement, conviction, or upon a plea of nolo contendere shall not in itself create a presumption that any Director did not act in good faith in the reasonable belief that such action was in the best interests of the Corporation or that the Director had reasonable ground for belief that such action was lawful.

ARTICLE IX: DIRECTORS' LIABILITY

No Director shall be held liable or responsible for action taken by the Board of Directors acting under the provisions or in the manner authorized by these Articles of Incorporation or the Bylaws of the Corporation, nor for action taken by the Board of Directors in reliance on reasonable grounds or probable cause for believing that the Board is acting under the provisions

or in the manner authorized by the Articles of Incorporation or Bylaws. The defense of any legal, equitable or other action, suit or proceeding brought against a Director, either individually or as Director, because or as a result of any action taken by the Board of Directors, shall be conducted by counsel for the Corporation, unless the action, suit or proceeding is brought by or in behalf of the Corporation. All costs and expenses of a Director in connection with any such action, suit or proceeding not brought by or in behalf of the Corporation, including but not limited to expenses incurred in the course of attending trials, conferences, depositions, hearings and meetings, shall be paid by the Corporation, and in the event of a judgment or decree being rendered against the Director, the Corporation shall indemnify and save the Director harmless.

ARTICLE X: REIMBURSEMENT OF DIRECTORS

If a legal, equitable or other action, suit or proceeding brought by or in behalf of the Corporation against a Director, either individually or as Director, shall result in a judgment, decree or decision in favor of the Director, the Corporation shall be liable to and shall reimburse the Director for all costs and expenses of the Director in connection with such action, suit or proceedings, including but not limited to reasonable attorneys' fees, court costs and expenses incurred in the course of attending trials, conferences, depositions, hearings and meetings.

ARTICLE XI: BYLAWS

The power to adopt, alter, amend or repeal Bylaws be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders specifically provided that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE XII: AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval by the Board of Directors. Thereafter, every

amendment shall be approved at a shareholder's meeting by the unanimous vote of the shareholders entitled to vote on the matter or in such other manner as may be provided by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of July, 1996

Bob Moore

STATE OF FLORIDA
COUNTY OF BROWARD

On 7-18-96 before me, RUBY LISSOTTE EMMERSON personally appeared Bob Moore personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal:

Signature

Ruby Lissotte Emerson



Ruby Lissotte Emerson
MY COMMISSION # 00801341 EXPIRES
October 12, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

(Seal)

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the foregoing Articles of Incorporation, I hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of the registered agent.

Bob Moore

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Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred. Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Main Street Hardware, Inc. EIN or SS#: _____

Address: 1209 U.S. Highway 1
Sebastian, FL 32958

Amount: \$38.75 Date Paid 9/12/97

Reason for claim: Overpayment of amended annual report filing fee.
P96000061188

Leslie Sellers

Certified true and correct this _____ day of _____, 19____.

Signature See attached

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim:	Amount of recommended refund <u>\$38.75</u>
The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on State Treasurer's Receipt No. <u>011017-2</u> dated <u>9/12/97</u>	
Name of Account	<u>45202130001453000000000010000</u>
Statutory Authority for Collection	<u>607</u>
It is requested that payment be made from the following account:	
NAME OF ACCOUNT:	<u>452021300014530000000022002000</u>
Certified true and correct this _____ day of _____, 19____.	
Department of State, Division of Corporations (Agency)	(Authorized Signature and Title)

P96000061188

MAIN STREET HARDWARE, INC.
1209 U.S. HIGHWAY 1
SEBASTIAN, FLORIDA 32958
(561) 388-5585
Phone

September 9, 1997

The Secretary of State
Amended Annual Reports Div.
409 E. Gaines Street
Tallahassee, Florida 32399

P96000061188
100.00
-61.25
38.75
2111111111 AR

-Re: Change of Officers/Directors &
Registered Agent

Dear Sir/Madam:


Enclosed herewith is an Amended Annual Report to be filed immediately.

I am enclosing a check in the amount of \$100.00 to cover the cost of the cost of the same. If you calculate an overpayment, please file the document and process a refund for said overpayment. If there is a deficiency please hold onto the package/document and call me collect at (561) 388-5585 and I will overnight you the correct balance.

Please send a copy of the recording to my attention at the above address.

Thanking you in advance,

Sincerely yours,


Emil Franke
General Manager

09/12/97 01101/020
38.75 refund