

LAW OFFICE

FRANK P. SAIER, P.A.

1550-B N.W. 6th Street • Gainesville, Florida 32601
Telephone 352/378-9797 • Fax 352/378-3206

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 16, 1996

Corporate Records Bureau
Division of Corporation
Department of State
Post Office Box 6327
Tallahassee, FL 32301

RE: Incorporation of F.B. & R. Corporation

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-10/22/96--01058--003
*****122.50 *****122.50

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of F.B. & R. Corporation. also enclosed is our check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fees	\$ 35.00
Certified copy of Articles	52.50
Certificate of Resident Agent	<u>35.00</u>

Total	\$122.50
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If further information is needed, please contact us at your earliest convenience.

Yours very truly,

Nancy A. Croce

Nancy A. Croce
Secretary to Mr. Saier

/nac
Enclosures

PH
10/22/96

ARTICLES OF INCORPORATION
OF
F.B.& R. CORPORATION

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TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, being natural person(s) competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME The name of the corporation shall be F.B.& R. CORPORATION.

ARTICLE II

NATURE OF BUSINESS The general nature of the business to be transacted by this corporation is:

1. To conduct business in, having one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.

2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, or transfers of corporate indebtedness as required.

3. To purchase the corporate assets of any other corporation engaged in same or other character of business.

4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock of, or any bond securities, or other evidence of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all rights, powers, and privileges of ownership, including the right to vote such stock.

5. To engage in any other lawful activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

CLASSES OF STOCK; AUTHORIZED SHARES AND PAR VALUE

A. There shall be two classes of stock issued by the Corporation, which shall be identified as Class A Stock and Class B Stock. The holders of Class A Stock shall be entitled to vote in the day to day management of the Corporation and on all issues as set forth in Article II except for the distribution of profits, dividends, salary or any other benefits payable to Shareholders, which issues shall be specifically restricted to the Shareholders holding Class B Stock.

B. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 7,000 shares of stock and so long as there is Class A and Class B shares of stock, there shall be not more than 3,500 shares of Class A Stock and 3,500 shares of Class B Stock.

C. Both Class A and Class B shares of stock shall be issued at a par value of \$1.00 per share.

ARTICLE IV

INITIAL CAPITAL The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE The corporation is to exist perpetually.

ARTICLE VI

ADDRESS The initial address of the principal offices of the corporation is 1102 SW 80 Terrace, Gainesville, Florida 32607. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS The corporation shall have three Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the stockholders but shall never be less than one (1) or more than nine (9). Each Director shall be entitled to one vote on all issues voted on by the Board of Directors.

ARTICLE VIII

BOARD OF DIRECTORS The names and addresses of the members of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-Laws

adopted by the stockholders are:

JOHN R. FULLER	1102 SW 80 Terrace, Gainesville, FL. 32607
GEORGE H. BARNES, JR.	622 NW 103 Terrace, Gainesville, FL. 32606
GEORGE ROSKO	3520 SW 79th Terrace, Gainesville, FL. 32608

ARTICLE IX

SUBSCRIBER The name and address of the subscriber to these Articles of Incorporation is FRANK P. SAIER, 1330-B NW 6 Street, Gainesville, Florida, 32601.

ARTICLE X

REGISTERED AGENT AND REGISTERED ADDRESS FRANK P. SAIER, whose address is 1330-B NW 6 Street, Gainesville, Florida, 32601, is authorized to serve as the initial registered agent of the corporation to accept service of process as resident agent of the corporation.

ARTICLE XI

PRE-EMPTIVE RIGHTS Each shareholder of this corporation shall have a pre-emptive right to purchase additional shares of the corporation at any such time as the same are offered for sale by the corporation.

ARTICLE XII

BY-LAWS The Stockholders shall be authorized to adopt By-Laws, including therein a provision for replacement of loss or destroyed stock certificates; for a lien upon the stock for Stockholders' indebtedness to the corporation; that such By-Laws are not to be inconsistent with the laws of the State of Florida; that the By-Laws can be amended by the Stockholders of this corporation; and a provision that, by a Stockholder's agreement or by By-Laws, the corporation may restrict the transfer or encumbrance of any and all the stock.

ARTICLE XIII

AMENDMENTS These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be proposed by the Stockholders and approved by a Stockholders' meeting by a majority entitled to vote thereon, unless Stockholders sign a written statement manifesting their intent that certain Amendments of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this

17th day of ^{Oct}~~August~~, 1996.
PS

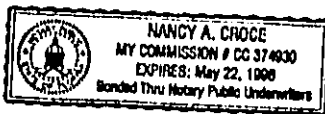
Frank P. Sailer
FRANK P. SAIER, Registered Agent

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this
17th day of ^{Oct}~~August~~, 1996, by FRANK P. SAIER, who is:

- (☒) personally known to me; or
- () who has provided his/her driver's license as
identification; and
- (☒) who did/~~did not~~ take an oath.

Nancy A. Croce
Notary Public, State of Florida



CERTIFICATE DESIGNATING (OR CHANGING) 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 F.B.& R. CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, County of Alachua, State of Florida, has named FRANK P. SAIER, 1330-B NW 6 Street, Gainesville, Florida, 32601, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



FRANK P. SAIER, Resident Agent

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