

10/24/1996 13

P96000058069

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

10/24/96

149

((H96000015018 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: DAVIS, BROWING & SCHNITKER  
CONTACT: ANNETTE M SOWELL  
PHONE: (904)973-4186

ACCT#: 075010002255

FAX #: (904)973-8564

NAME: BILL SAUNDERS ENTERPRISES, INC.

AUDIT NUMBER.....H96000015018

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

\*\* INVALID SELECTION...PLEASE RE-ENTER \*\*

10/24/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC PROCESSING MENU

2:52

1. ENTER PASSWORD
2. REQUEST COR ELECTRONIC FILING
3. REQUEST COR ELECTRONIC CERTIFICATE
4. ALTER DEFAULTS FOR THIS SESSION
5. RESTORE ORIGINAL DEFAULTS
6. COR ELECTRONIC FILING INQUIRY MENU
7. UCC ELECTRONIC FILING MENU
8. PARTNERSHIP ELECTRONIC FILING MENU
9. RETURN TO MAIN MENU

--KEY--  
PASSWORD/NEWPASSWORD  
DOCUMENT TYPE  
CORPORATE DOCUMENT NUMBER  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*

--- CURRENT DEFAULTS ---

ACCOUNT NAME: 075010002255

AVAILABLE BALANCE: \$165.5

SUB ACCOUNT:

METHOD OF DELIVERY: F

FAX NUMBER: (904)973-8564

MAIL NAME: DAVIS, BROWING & SCHNITKER

MAIL ADDR1: 901 W BASE ST.

MAIL ADDR2:

CITY: MADISON

ST: FL

ZIP: 32340-0000 COUNTRY: US

ENTER SELECTION NUMBER, 1 THRU 9, A BLANK AND THE KEY (IF REQUIRED).

10/24/96

FLORIDA  
DIVISION OF CORPORATIONS  
PUBLIC ACCESS

2:53

YOU MAY NOW ENTER ONE OF THE FOLLOWING DESIGNATORS TO BEGIN PROCESSING

3964-49370

10/25/96

10/25/96

96  
PAGE 02  
FILED  
OCT 24 1996  
FBI-DC

ARTICLES OF INCORPORATION  
OF  
BILL SAUNDERS ENTERPRISES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, hereby executed 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 is BILL SAUNDERS ENTERPRISES, INC.

ARTICLE II

PURPOSES AND POWERS

The general purpose or purposes for which the corporation is organized is that of operating retail establishments, and anything related thereto, and the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III.

AUTHORIZED SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any time is one thousand (1000) shares with no par value per share.

ARTICLE IV.

PREEMPTIVE RIGHTS

The shareholders of this corporation shall have preemptive rights to any stock issued after the initial

subscription designated for the incorporators of the corporation.

ARTICLE V.

EXISTENCE AND EFFECTIVE DATE

This corporation shall exist perpetually, and the commencement of corporate existence shall be the time of the filing of the Articles of Incorporation with the Department of State.

ARTICLE VI.

REGISTERED OFFICE AND RESIDENT AGENT

The registered office of the corporation shall be U.S. 90 East, Madison, FL 32340, and the resident agent of the corporation is William L. Saunders whose physical address is U.S. 90 East, Madison, Florida 32340, and whose mailing address is PO Box 540 Madison, Florida 32341.

ARTICLE VII.

INITIAL PRINCIPAL OFFICE AND ADDRESS

The initial principal office and mailing address of the corporation is U.S. 90 East, Post Office Box 540, Madison, FL 32341.

ARTICLE VIII.

INCORPORATORS

The name and address of the sole incorporator is:

| <u>NAME</u>         | <u>ADDRESS</u>   |
|---------------------|--|
| William L. Saunders | U.S. 90 East<br>Post Office Box 540<br>Madison, FL 32341 |

H96000015018

## ARTICLE IX.

DIRECTORS

There shall be no directors of this corporation, as this corporation has elected to conduct business by the stockholders, pursuant to Chapter 607, Florida Statutes.

## ARTICLE X.

TRANSACTIONS WITH INTERESTED PERSON

No contract or other transaction of the corporation with any other person, firm or corporation, or in which this corporation is interested shall be affected or invalidated by

(a) The fact that any one or more of the stockholders of this corporation has an interest in or is a director, officer or stockholder of another corporation; (b) the fact that any stockholder individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a stockholder of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contract with the corporation for the benefit of himself or any firm or corporation in which he may be anywise interested.

## ARTICLE XI.

IN WITNESS WHEREOF, the said incorporator has hereunto set his hand and seal this 24<sup>th</sup> day of October, A. D. 1996.

  
William L. Saunders, Incorporator

H96000015018

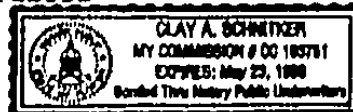
STATE OF FLORIDA  
COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared WILLIAM L. SAUNDERS before me known to be the person described as the incorporator in, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand official seal in the County and State named above this 24<sup>th</sup> day of October, A. D. 1996.

Notary Public

My Commission Expires:



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

IN COMPLIANCE WITH FLA. STAT. 48.091, THE FOLLOWING IS SUBMITTED:

BILL SAUNDERS ENTERPRISES, INC., TO ORGANIZE OR QUALIFY UNDER THE LAWS OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT U.S. 90 East, Post Office Box 540, Madison, FL 32341, HAS NAMED WILLIAM L. SAUNDERS, WHOSE ADDRESS IS U.S. 90 East, MADISON, FLORIDA 32340, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
William L. Saunders  
Incorporator

Dated: October 24<sup>th</sup>, 1996

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.

  
\_\_\_\_\_  
William L. Saunders  
Resident Agent

Dated: October 24<sup>th</sup>, 1996

FILED  
96 OCT 24 PM 11:00  
STATE  
SECRETARY  
TALLAHASSEE, FLORIDA

P96000088069

LAW OFFICES

DAVIS, BROWNING & SCHNITKER, P. A.

W. T. DAVIS (800) 111-1111  
EDWIN B. BROWNING, JR.  
CLAY A. SCHNITKER  
GEORGE T. REEVES

POST OFFICE DRAWER 688  
MADISON, FLORIDA 32341

FEDERAL EXPRESS & UPS ADDRESS  
901 WEST BAY STREET  
MADISON, FLORIDA 32340

TELEPHONE  
(904) 973-4100  
TELECOMEN  
(904) 973-8804

February 27, 1997

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-02/28/97--01065--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Amendment Filing  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Name Change Amendment for Bill Saunders Enterprises, Inc.  
Our File No. 10168

Dear Sirs:

Enclosed you will please find original Articles of Amendment for Bill Saunders Enterprises, Inc. changing the name to Service 1st Inc.

I am enclosing a check in the amount of \$35.00, which represents the filing and recording fees for the above referenced documents.

Thank you in advance for your cooperation. If you have any questions, please contact me.

Sincerely,

Clay (AMS)  
Clay A. Schnitker

CAS:ams  
enclosures

name change  
HFT 7-31-97

W97000015765

Sadie Bayfield  
authorized to take  
out word incorporator  
and add sole shareholder  
and add president to  
signature

~~\*787,167,587,671\*~~  
587  
~~\*787,521,521,671\*~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 7, 1997

Clay A. Schnitkor, Esquire  
% Davis, Browning & Schnitkor, P.A.  
Post Office Drawer 652  
Madison, FL 32341

SUBJECT: BILL SAUNDERS ENTERPRISES, INC.  
Ref. Number: P96000088069

We have received your document for BILL SAUNDERS ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved entity. The name of a voluntarily dissolved Florida entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, executed pursuant to section 607.0120 or 608.408, Florida Statutes, permitting the immediate assumption or use of the name by another entity.

2/25  
vol. dissolved  
→

If the document is resubmitted, please return a copy of this letter to ensure your document is properly handled.

If you have any further questions regarding the availability of a particular name, please call (904) 488-9000.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 597A00011736

MAR





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 8, 1997

Clay A. Schnitker, Esquire  
% Davis, Browning & Schnitker, P.A.  
Post Office Drawer 652  
Madison, FL

SUBJECT: BILL SAUNDERS ENTERPRISES, INC.  
Ref. Number: P96000088069

We have received your document for BILL SAUNDERS ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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 (850) 487-6910.

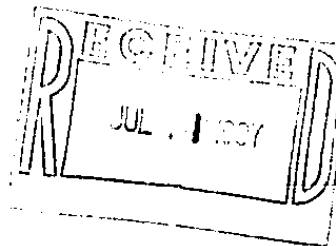
Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 497A00035281

DIVISION OF CORPORATIONS

97 JUL 28 PM 12:28

RECEIVED



ARTICLES OF AMENDMENT  
OF  
BILL SAUNDERS ENTERPRISES, INC.

FILED  
97 JUL 28 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Amendment, natural persons, competent to contract, and being the sole incorporators of BILL SAUNDERS ENTERPRISES, INC., hereby execute these Articles of Amendment for the purpose of changing the Articles of Incorporation of the corporation, pursuant to Section 607.1006, Florida Statutes.

ARTICLE I

Article I of the Articles of Incorporation shall be changed to read as follows: The name of this corporation is SERVICE 1ST, INC.

ARTICLE II

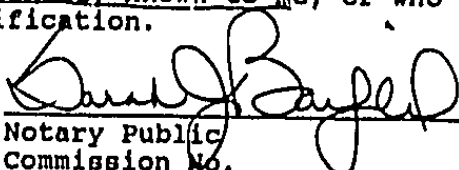
These Articles of Amendment was approved by a unanimous vote of sole shareholder of said corporation, in a duly called meeting on 2/24, 1997.

IN WITNESS WHEREOF, the undersigned incorporator, sole shareholder and officers of said corporation have hereunto set their hands and seals this 26 day of February, A. D. 1997.

  
\_\_\_\_\_  
William L. Saunders  
Incorporator/President

STATE OF FLORIDA  
COUNTY OF MADISON

The foregoing instrument was acknowledged before me this 26<sup>th</sup>  
day of FEBRUARY, 1997 by WILLIAM L. SAUNDERS, Incorporator of  
SERVICE 1ST, INC., who is personally known to me, or who produced  
\_\_\_\_\_ as identification.

  
Notary Public  
Commission No.

My Commission Expires:



CORPORATE RESOLUTION OF SHAREHOLDERS OF  
BILL SAUNDERS ENTERPRISES, INC.

WHEREAS, the sole Shareholder of BILL SAUNDERS ENTERPRISES, INC., has deemed it necessary and proper to change the name of the corporation to SERVICE 1ST, INC., and

WHEREAS, there are no directors of this corporation, and this corporation has elected to operate by and through its shareholders, and

WHEREAS, the Shareholders of BILL SAUNDERS ENTERPRISES, INC., met and voted unanimously to change the name of the corporation to SERVICE 1ST, INC., and the shareholders deem it advantageous to do so, because of the benefit to be derived by the corporation.

NOW THEREFORE, IT IS HEREBY RESOLVED by the Shareholders of BILL SAUNDERS ENTERPRISES, INC., that said corporation's name shall be changed to SERVICE 1ST, INC.

PASSED by unanimous vote of the Shareholders of BILL SAUNDERS ENTERPRISES, INC., this 26<sup>th</sup> day of February, 1997.

BILL SAUNDERS ENTERPRISES,  
INC.

BY: William L. Saunders  
William L. Saunders,  
Sole Shareholder

(SEAL) ENTERPRISES, INC.  
BILL SAUNDERS