# CHRISTOPHER J. HURST, P.A. ATTORNEY AT LAW

4540 SOUTHSIDE BOULEVARD, SUITE 302 JACKSONVILLE, FLORIDA 32216

TELEPHONE: (904) 641-8401 TELECOPIER: (904) 645-0005

January 7, 1997

Secretary 1 S

RE: Russtech, Inc.

8000002055288--6 -07/13/97--0017--001 ++++122.50 ++++122.50

To Whom It May Concern:

Enclosed for filing are the Articles of Incorporation for Russtech, Inc. Please file these articles and return to us the certified copy. Enclosed in connection with this request is our check in the amount of \$122.50 for payment of the filing fee.

If you have any questions, please call.

[Musley Musl/]

CJH/lbm Enclosures

ENTERINE DINE

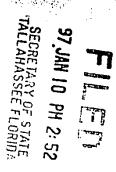
PH 2: 52

A M

#### ARTICLES OF INCORPORATION

OF

#### RUSSTECH, INC.



The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

# ARTICLE I

# Name

Section 1.1. Name. The name of the corporation is Russtech, Inc.

# ARTICLE II

#### Duration

EFFECTIVE DATE

Section 2.1. <u>Duration</u>. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### ARTICLE III

# Purposes

<u>Section 3.1. Purposes</u>. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

# ARTICLE IV

# Capital Stock

<u>Section 4.1.</u> <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1000 shares of voting common stock having a par value of \$1.00 per share.

The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other

property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

# ARTICLE V

# Principal Office

The principal office and mailing address of the corporation is 2339 The Woods Drive, Jacksonville, Florida 32246.

# ARTICLE VI

# Initial Registered Office and Agent

<u>Section 6.1.</u> <u>Name and Address</u>. The street address of the initial registered office of this corporation is 2339 The Woods Drive, Jacksonville, Florida 32246, and the name of the initial registered agent of this corporation is Anita Delores Russell, whose address is 2339 The Woods Drive, Jacksonville, Florida 32246.

# ARTICLE VII

# Directors

<u>Section 7.1.</u> <u>Number</u>. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

<u>Section 7.2</u>. <u>Initial Directors</u>. The names and street addresses of the members of the first board of directors of the corporation are:

<u>NAME</u>	STREET ADDRESS
Steven Alan Russell	2339 The Woods Drive Jacksonville, Florida 32246
Anita Delores Russell	2339 The Woods Drive Jacksonville, Florida 32246

Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the

corporation in any other capacity and receive compensation therefor in any form.

<u>Section 7.4.</u> <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

# ARTICLE VIII

# **Bylaws**

Section 8.1 Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

# ARTICLE IX

#### Incorporator

<u>Section 9.1.</u> Name and Address. The name and street address of the incorporator of this corporation is:  $\cdot$ 

Anita Delores Russell

2339 The Woods Drive Jacksonville, Florida 32246

IN WITNESS WHEREOF, the incorporator has executed these Articles the \_\_\_\_\_\_\_ day of January, 1997.

ANITA DELORES RUSSELI

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this the day of January, 1997 by Anita Delores Russell; who is personally known to me or who has produced Division.

Notary Public My Commission expires:

RITA WEBER MY COMMISSION # CC 386186 EXPIRES: August 29, 1998 Bonded Thru Notary Public Underwriters

# CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with FLA. STAT. Sections 48.091 and 607.0501, the following is submitted:

Russtech Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates Anita Delores Russell its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 2339 The Woods Drive, Jacksonville, Florida 32246.

Chita Delires Rusull
ANITA DELORES RUSSELL

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.

ANITA DEL ODES DISSELL

97 JAN 10 PH 2:52
SECRETARY OF STATE
ALL AHASSEF FLORIDA