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Richard Benton  
Requestor's Name1415 E. Piedmont Drive  
AddressTalla. FL 32312 297-0990  
City/State/Zip Phone #FILED  
97 JUL 17 AM 9:41  
SECRET  
TALLAHASSEE  
STATE  
OFFICE

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## CORPORATION NAME(S) &amp; DOCUMENT NUMBER(S), (if known):

1. BRS Enterprises, Inc.  
(Corporation Name) (Document #)2. \_\_\_\_\_  
(Corporation Name) (Document #)3. \_\_\_\_\_  
(Corporation Name) (Document #)4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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97 JUL 17 PM 2:40  
DIVISION OF CORPORATION

K.A. JUL 18 1997

**ARTICLES OF INCORPORATION  
OF  
BRS ENTERPRISES, INC.**

FILED  
97 JUL 17 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of incorporating **BRS Enterprises, Inc.** (the "Corporation"), under the laws of the State of Florida.

**ARTICLE ONE - NAME**

The name of the corporation is **BRS Enterprises, Inc.**

**ARTICLE TWO - PRINCIPAL OFFICE AND MAILING ADDRESS**

The corporation's principal office shall be located at 1921 West Tennessee Street, Tallahassee, Florida 32304, and its mailing address shall be 1921 West Tennessee Street, Florida 32304.

**ARTICLE THREE - TERM OF EXISTENCE**

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE FOUR - GENERAL PURPOSE OF CORPORATION**

The general purpose of the corporation and the nature of the business to be transacted by the corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

**ARTICLE FIVE - CAPITAL STOCK**

The maximum number of shares of any equity security that the corporation is authorized to have outstanding at any time shall be as follows:

Common Stock - 300 shares of common stock. The whole or any part of the common stock of the corporation shall be payable in lawful money of the United States of America, or in property, labor or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

#### ARTICLE SIX - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial registered agent and the street address of the initial registered office of the corporation shall be:

Richard E. Benton  
1415 East Piedmont Drive  
Suite 4  
Tallahassee, Florida 32312

The Board of Directors may move the registered office to any other address in the State of Florida.

#### ARTICLE SEVEN - INDEMNIFICATION

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

#### ARTICLE EIGHT - DIRECTORS

The corporation shall initially have four (4) directors. The number of directors may be increased or decreased by the Board of Directors, as expressed in the corporation's Bylaws, but shall never be less than one (1). A director is not required to meet any qualifications other than those required by the laws of the State of Florida. The name and addresses of the initial directors are as follows:

Richard J. Baerwaldt  
1555 Delaney Drive  
#510  
Tallahassee, Florida 32308

Brian K. Schonover  
1767 Hermitage Blvd.  
#4201  
Tallahassee, Florida 32308

Kenneth J. Baerwaldt  
1916 Stonehedge  
Findlay, Ohio 45840

Stephanie Schonover  
1767 Hermitage Blvd.  
#4201  
Tallahassee, Florida 32308

#### ARTICLE NINE - INCORPORATORS

The name and street address of the person acting as the incorporator of the corporation is as follows:

Richard J. Baerwaldt  
1555 Delaney Drive  
#510  
Tallahassee, Florida 32308

#### ARTICLE TEN - PREEMPTIVE RIGHTS

All holders of the corporation's common stock shall have preemptive rights with respect to any stock, regardless of class or series, issued by the corporation subsequent to the date on which any such shareholder purchased his shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the corporation such that his proportionate ownership interest in the corporation will remain the same.

#### ARTICLE ELEVEN - AMENDMENT

The Articles of Incorporation may be amended as provided under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation this 17<sup>th</sup> day of July, 1997.

  
RICHARD J. BAERWALDT

**CERTIFICATE  
OF  
ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT OF  
BRS ENTERPRISES, INC.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial registered agent for the service of process within the State of Florida, does hereby accept the appointment as such registered agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the registered office which is located at:

1415 East Piedmont Drive  
Suite 4  
Tallahassee, Florida 32312

The registered agent further acknowledges that he is familiar with and accepts the obligations of serving as registered agent.

IN WITNESS WHEREOF, I, such designated registered agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this 17<sup>th</sup> day of July, 1997.



RICHARD E. BENTON

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97 JUL 17 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA