

P970000 70087



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 495277 7123492

AUTHORIZATION :

*Patricia P. P.*

COST LIMIT : \$ 70.00

ORDER DATE : August 13, 1997

ORDER TIME : 10:25 AM

ORDER NO. : 495277-005

CUSTOMER NO: 7123492

CUSTOMER: Barry Brumer, Esq  
BARRY N. BRUMER, ESQ.

000002265850--4

Suite 4  
1055 North Dixie Freeway  
New Smyrna Beac, FL 32168

DOMESTIC FILING

NAME: KELMCO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED  
97 AUG 13 AM 11:53  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 AUG 13 AM 11:28  
TALLAHASSEE, FLORIDA

SN AUG 13 1997

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**ARTICLES OF INCORPORATION**

**FILED**

97 AUG 13 AM 11:53

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation of such corporation:

**ARTICLE I - NAME AND PLACE OF BUSINESS**

The name of the Corporation shall be:

**KELMCO, INC.**

The principal place of business of this Corporation shall be:

301 Joy Rd.  
South Daytona Beach, FL 32119

**ARTICLE II - TERM OF EXISTENCE**

The period of the duration of this Corporation is perpetual unless dissolved according to law.

**ARTICLE III - NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal par value of \$1.00 per share.

**ARTICLE V - INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business is \$10,000.00.

**ARTICLE VI - DIRECTORS**

This Corporation shall have four directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VII - INITIAL DIRECTORS

The name and address of the members of the first Board of Directors is:

NAME: Herbert Kelm  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119

NAME: Adele Kelm  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119

NAME: Iris Rasel  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119

NAME: Ruth Kelm  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119

#### ARTICLE VIII - SUBSCRIBERS AND OFFICERS

The name and address of each subscriber to the stock of this Corporation, the number of shares each agrees to take, the value of consideration therefore, and their offices in the Corporation is:

NAME: Herbert Kelm  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119  
OFFICE: President

NAME: Ruth Kelm  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119  
OFFICE: Vice President

NAME: Adele Kelm  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119  
OFFICE: Treasurer

NAME: Iris Rasel  
ADDRESS: 301 Joy Rd. South Daytona Beach, FL 32119  
OFFICE: Secretary

#### ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the Stockholders sign a written statement manifesting their intention on a certain amendment to these Articles of Incorporation be made.

#### ARTICLE X - INCORPORATOR

The incorporator of these Articles of Incorporation is Barry N. Brumer, Esquire, 1055 N. Dixie Freeway, Suite 4, New Smyrna Beach, FL 32168.

**ARTICLE XI - REGISTERED AGENT**

The initial registered agent, for notices and service of process, is Barry N. Brumer, Esquire, 1055 N. Dixie Freeway Suite 4, New Smyrna Beach, FL 32168.

Barry N. Brumer

Barry N. Brumer, Esquire

STATE OF FLORIDA )  
COUNTY OF VOLUSIA)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared Barry N. Brumer, Esquire, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 7th day of August, 1997.

NOTARY PUBLIC STATE OF FLORIDA  
JO ELLEN BRUMER  
COMMISSION # CC067356  
EXPIRES 7/29/2001  
BONDED THRU ASA 1-808-NOTARY

Jo Ellen Brumer  
Notary Public  
State of Florida at Large  
My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

Barry N. Brumer, Esquire, does hereby accept his appointment as registered agent for KELMCO, INC.

Barry N. Brumer

Barry N. Brumer, Esquire

The above instrument was sworn to and subscribed before me this 7th day of August, 1997.

NOTARY PUBLIC STATE OF FLORIDA  
JO ELLEN BRUMER  
COMMISSION # CC067356  
EXPIRES 7/29/2001  
BONDED THRU ASA 1-808-NOTARY

Jo Ellen Brumer  
Notary Public  
State of Florida at Large  
My Commission Expires:

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