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LAW OFFICES OF  
BATEH & CLARK

ABRAHAM I. BATEH, P.A.  
ROSS T. CLARK

September 3, 1997

1558 SAN MARCO BOULEVARD  
JACKSONVILLE, FLORIDA 32207 2998  
(904) 396-1300  
(904) 398-3311

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-09/08/97--01029--003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: BROWN PRODUCTS, INC.

Dear Sir or Madam:

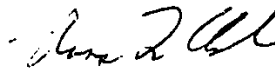
I am enclosing herewith an original and a copy of the Articles of Incorporation for the above-named corporation and a check in the amount of \$122.50 which represents the following fees:

1. Filing Fee \$35.00
2. Certified Copy \$52.50
3. Registered Agent Fee \$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter is greatly appreciated. If you have any questions please contact my office.

Very truly yours,



Ross T. Clark

Encls.  
RTC/dbm

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP -8 PM 2:35

9/19/97

**ARTICLES OF INCORPORATION  
OF  
BROWN PRODUCTS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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The undersigned, acting as incorporators of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

**ARTICLE I. NAME**

The name of the corporation is BROWN PRODUCTS, INC.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE III. PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having par value of \$1.00 per share.

**ARTICLE V. INITIAL REGISTERED OFFICE AGENT AND PRINCIPAL OFFICE**

The street address of the initial registered office of the corporation is 1050 S. McDuff Avenue, Jacksonville, Florida 32205, and the name of the initial registered agent at that address is James W. Gillette. The address of the principal office of the corporation is 1050 S. McDuff Avenue, Jacksonville, Florida, 32205.

#### ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided by the By-Laws. The named and street addresses of the initial director is:

James W. Gillette  
1022 Powell Street  
Starke, Florida 32091

William L. Brown  
5447 Contina Avenue  
Jacksonville, Florida 32277

#### ARTICLE VII. INCORPORATOR

The names and street addresses of the incorporators signing these Articles of Incorporation are: James W. Gillette, 1022 Powell Street, Starke, Florida 32091 and William L. Brown, 5447 Contina Avenue, Jacksonville, Florida 32277. The incorporators of the corporation assign to this corporation their rights under the pertinent provisions of the Florida Statutes to constitute a corporation, and they assign to those persons designated by the Board of Directors any rights they may have as incorporators to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE VIII. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon a shareholder is subject to this reservation.

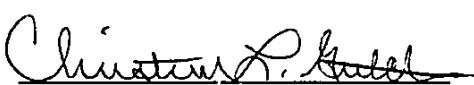
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 5 day of September, 1997.

  
JAMES W. GILLETTE

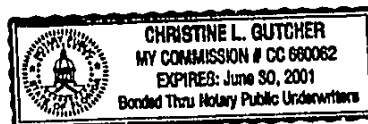
  
WILLIAM L. BROWN

Before me, the undersigned authority, personally appeared James W. Gillette and William L. Brown, to me known to be the persons who executed the foregoing Articles of Incorporation, and who are personally known to me and acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5<sup>th</sup> day of  
September, 1997.

  
Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE OF DESIGNATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS


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Pursuant to Section 48.901, Florida Statutes, the following is submitted:

1. That Brown Products, Inc., is desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at Jacksonville, Duval County, Florida, and has named James W. Gillette, 1050 S. McDuff Avenue, Jacksonville, Florida 32205, as its agent to accept service of process within this State.

2. Having been named to accept service of process for the corporation named above, at the place designated in this Certificate, the undersigned agrees to act in that capacity and comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office.

Dated this 5 day of September, 1997.

  
JAMES W. GILLETTE  
Registered Agent