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LAW OFFICES OF JUSTIN G. JOSEPH, P.A.
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February 6, 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700002425487--5
-02/09/98--01123--001
*****70.00 *****70.00

Re: Beane Brothers of Florida, Inc.

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Beane Brothers of Florida, Inc.

Additionally, I am enclosing our firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ <u>35.00</u>
TOTAL	\$ 70.00

Thank you for your assistance in this matter.

Very truly yours,


Karen H. Midkiff

KHM
Enclosure(s)

FILED
98 FEB -9 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 10 1998

ARTICLES OF INCORPORATION
OF
BEANE BROTHERS OF FLORIDA, INC.

The undersigned LEE E. BEANE, does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The names of this corporation shall be BEANE BROTHERS OF FLORIDA, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is for the purpose of conducting a delivery service.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1000) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholders shall be LEE E. BEANE, and NANCY J. BEANE. Initial stock issued shall be Five Hundred (500) shares to LEE E. BEANE, and Five Hundred (500) shares to NANCY J BEANE.

The 1000 shares held by the initial stockholders as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

FILED
98 FEB -9 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 6061 Knollwood Drive, Ridge Manor, Florida, 33523 and the name of the initial registered agent of this corporation at that address is LEE E. BEANE.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be LEE E. BEANE President and Secretary and NANCY J. BEANE Vice President and Treasurer.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:

Lee E. Beane
Lee E. Beane

6061 Knollwood Drive
Ridge Manor, FL 33523

STATE OF FLORIDA)
) SS:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 2 day of February, 1998, by LEE E. BEANE, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.



KAREN H. MIDKIFF
MY COMMISSION # CC367037 EXPIRES
April 25, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Karen H. Midkiff
Name: Karen H. Midkiff
Notary Public-State of Florida
Commission No.:

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

BEANE BROTHERS OF FLORIDA, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Ridge Manor, State of Florida, has named LEE E. BEANE, located at 6061 Knollwood Drive, Ridge Manor, Florida 33523 as its agent to accept service of process within Florida.

SIGNATURE: _____

Lee E. Beane

TITLE: INCORPORATOR

DATE: FEB. 2, 1998

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept 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.

Lee E. Beane

FEB. 2, 1998

Date

FILED
98 FEB -9 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA