

P980000369 53

C. THOMAS HOLLAND  
ATTORNEY AT LAW  
CRESTVIEW, FLORIDA 32536

596 N. FERDON BLVD.

April 16, 1998

TEL. 904-682-6211  
682-6822

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

RE: RBR REAL ESTATE AND INVESTMENTS, INC.

Dear Sir:

Please find enclosed herewith the original and one copy of the proposed Articles of Incorporation, original and one copy of the Certificate Designating Registered Office and Registered Agent, and my check in the amount of \$122.50 representing \$35.00 filing fee on the Articles of Incorporation; \$35.00 filing fee on the Certificate Designating Registered Office and Registered Agent, and \$52.50 for a certified copy.

If any additional information is required from this office, please call me collect.

Thank you,

  
C. Thomas Holland

CTH/bkj

Enclosures: Stated Above

500002496985--4  
-04/22/98-01097-003  
\*\*\*122.50 \*\*\*122.50

FILED

98 APR 22 PM 12:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OB  
42355

# ARTICLES OF INCORPORATION

of

## RBR Real Estate and Investments, Inc.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

### ARTICLE ONE

#### NAME

The name of the corporation is: RBR Real Estate and Investments, Inc.

### ARTICLE TWO

#### PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is: 832 N. Ferdon Blvd., Crestview, FL 32536. The mailing address of the corporation is: 832 N. Ferdon Blvd., Crestview, FL 32536

### ARTICLE THREE

#### CORPORATE DURATION

The duration of the corporation is perpetual.

### ARTICLE FOUR

#### PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

To engage in any activity or business permitted under the laws of the United States and of this State.

FILED  
98 APR 22 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE FIVE

### CAPITALIZATION

The aggregate number of Common shares which the corporation is authorized to issue is 1000 shares. Such shares shall be of one class of Common shares. The par value being \$1.00 per share. The corporation shall be a Sub Chapter S Corporation.

## ARTICLE SIX

### MANAGEMENT OF CORPORATION BY A BOARD OF DIRECTORS

There shall be elected a Board of Directors for the purpose of running the corporation, consisting of two directors who shall serve a one year term of office. To be elected at the annual meeting of the shareholders to serve for the following year. The initial Directors named in these articles shall serve an initial term not to exceed one year or until the first annual meeting of the shareholders:

James Woodrow Barrow	One Year Term
----------------------	---------------

Karlene Barrow-Raines	One Year Term
-----------------------	---------------

## ARTICLE SEVEN

### POWERS TO AMEND ARTICLES OR ESTABLISH BY-LAWS

The power to adopt, alter, or amend or repeal the Articles of Incorporation shall be vested in the Shareholders, by not less than 3/4 vote of the outstanding shares.

The power to adopt, alter, or amend or repeal the By-Laws shall be vested in the Shareholders, by not less than a 3/4 vote of the outstanding shares.

## ARTICLE EIGHT

### PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for any consideration of any new stock issues of this corporation, of the same kind, class or series as that which he or she already holds, shall have the right to purchase a pro-rata share thereof at the same price it is offered to others.

ARTICLE NINE  
INCORPORATORS

The names and street address of the incorporators are:

James Woodrow Barrow  
7494 Hwy 85 North  
Laurel Hill, FL 32567

Director/Shareholder/President  
250 shares

Karlene Barrow-Raines  
1187 Skeeter Lane  
Baker, FL 32531

Director/Shareholder/Sec-Treasurer  
250 shares

Jennifer Ann Barrow  
7494 Hwy 85 North  
Laurel Hill, FL 32567

Shareholder  
250 shares

Tony Lee Raines  
1187 Skeeter Lane  
Baker, FL 32531


Shareholder  
250 shares

ARTICLE TEN  
INITIAL REGISTERED OFFICE AND AGENT

The initial office and registered agent of this corporation is as follows:

**KARLENE BARROW-RAINES**  
832 N. Ferdon Blvd.  
Crestview, FL 32536

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, this 20<sup>th</sup> day of April, 1998.

  
James Woodrow Barrow

  
Karlene Barrow-Raines

  
Jennifer Ann Barrow

  
Tony Lee Raines

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the above listed address. *I hereby consent to act in the capacity, and agree to comply with the provisions of the law relative to the registered agent.*

  
Karlene Barrow-Raines

**FILED**

98 APR 22 PM 12:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA