

P980000 41592

FLORIDA PAYROLL SERVICES

April 20, 1998

Florida Dept. of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

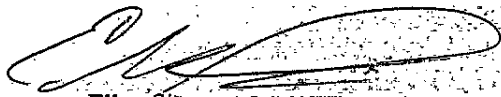
600002497916--7  
-04/23/98--01064--005  
\*\*\*\*122.50 \*\*\*\*122.50

To whom it may concern;

Enclosed is the Articles of Incorporation for R.B. Fire, Inc. along with the appropriate fees. Please register the corporation with an inception date effective immediately.

Thank you in advance and we look forward to hearing from you.

Sincerely,



Ellen Sines  
Accountant

EMS/ws

Enclosure

FILED  
98 MAY -7 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~98-9211~~

~~9589~~

Dmc  
4/24/98

Mailing Address: 2605-C Lowson Blvd. • Delray Beach, Florida 33445

(561) 335-0716 • Fax



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 24, 1998

ELLEN SINES, ACCOUNTANT  
FLORIDA PAYROLL SERVICES  
2605-C LOWSON BLVD  
DELRAY BEACH, FL 33445

SUBJECT: R.B. FIRE, INC.  
Ref. Number: W98000009211

We have received your document for R.B. FIRE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 698A00022323

**ARTICLES OF INCORPORATION  
OF  
R.B. FIRE, INC.**

**FILED**  
98 MAY -7 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the Corporation shall be and is:

R.B. Fire, Inc.

2. The duration of the Corporation shall be perpetual and the commencement of the Corporate existence shall be at the time of the filing of these Articles.

3. The general purpose of the Corporation shall be any and all lawful business for which a Corporation may be incorporated under the laws of the State of Florida.

4. The aggregate number of shares of stock of the Corporation shall be One Hundred (100) Shares of Common capital stock, each having a par value of One and no/100 (\$1.00) Dollar for a total authorized capitalization of One Hundred and No/100 (\$100.00) Dollars. Each of such shares shall be entitled to one (1) vote and no other classes of stock are authorized.

5. The street address of its initial registered office and the name of its registered agent at such address is:

Ronald G. Brazill  
148 S. E. Selva Ct.  
Port St. Lucie, Florida 34983-2003

6. The initial Board of Directors for the Corporation shall be one, their name and addresses being:

Ronald G. Brazill  
148 S. E. Selva Ct.  
Port St. Lucie, Florida 34983-2003

7. The name and address of the incorporator hereof is:

Ronald G. Brazill  
148 S. E. Selva Ct.  
Port St. Lucie, Florida 34983-2003

8. The name and address of the resident agent is:

Ronald G. Brazill  
148 S. E. Selva Ct.  
Port St. Lucie, FL 34983-2003

9. The street address of the corporation is:

148 S. E. Selva Ct.  
Port St. Lucie, Florida 34983-2003

10. To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemption's, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

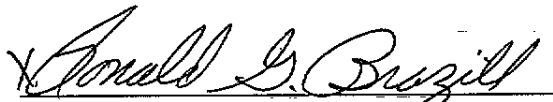
11 Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this

corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.


#### Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
Ronald G. Brazill, Incorporator  
148 S. E. Selva Ct.  
Port St. Lucie, FL 34983-2003

State of Florida, County of St. Lucie, ss:

Subscribed and sworn to (or affirmed) before me this 9 day of April, 1998.

  
Notary Public

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OF DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

**FILED**

**98 MAY -7 PM 1:54**

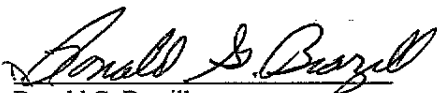
**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That R.B. Fire, Inc., ( a corporation for profit) desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation of the County of St. Lucie, State of Florida, has named Ronald G. Brazill, 148 S. E. Selva Ct., Port St. Lucie, Florida 34983-2003, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at the place designated in the Certificate, I hereby accept this act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Ronald G. Brazill  
148 S. E. Selva Ct..  
Port St. Lucie, FL 34983-2003