

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS

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EFFECTIVE DATE  
08-18-98

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B+S Leasing, Inc.

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

Requested by: 8/19/98 9:25  
Name Date Time

Walk-In Will Pick Up

RP  
08-19-98

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**

**OF**

**B & S LEASING, 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 B & S LEASING, INC.

**ARTICLE TWO**

**PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 750 ½ West 15<sup>th</sup> Street, Panama City, Florida 32401. The mailing address of the initial principal office is the same as the street address.

**ARTICLE THREE**

**CORPORATE DURATION**

The period of duration of the corporation is perpetual. The date and time of the commencement of corporate existence is upon execution of these articles.

#### ARTICLE FOUR

##### PURPOSE OR PURPOSES

The general purpose or purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

#### ARTICLE FIVE

##### CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one-thousand (1,000). Such shares shall be of a single class, and shall have a par value of one-dollar (\$1.00) per share.

#### ARTICLE SIX

##### REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 750 ½ West 15<sup>th</sup> Street, Panama City, Florida 32401, and the name of its initial registered agent at such address, is James L. Simms.

**ARTICLE EIGHT**

**INCORPORATORS**

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
James L. Simms	750 ½ West 15 <sup>th</sup> Street Panama City, FL 32405

**ARTICLE NINE**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE TEN**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE ELEVEN**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

## ARTICLE TWELVE

Shares of capital stock shall be issued initially to the following persons:

<u>NAME</u>	<u>ADDRESS</u>
Robert William Beckham	116 Great Falls Street Falls Church, VA 22046
Kathleen S. Beckham Stevens	121 Yale Drive Lake Worth, FL 33460
Joanne S. Beckham	6098 Willow Springs Drive Morrison CO 80465
John Carl Beckham	230 Wilson Avenue Panama City, FL 32401
Anna F. Beckham as Trustee of Anna F. Beckham Revocable Trust	2906 Kings Harbour Road Panama City, FL 32405
James L. Simms and Myrtice Simms (as tenants in common)	2431 Frankford Avenue Panama City, FL 32405
James Neal Simms	508 Minnesota Avenue Lynn Haven, FL 32444
Regina S. Simms Hedbawny	225 Pelican Way Panama City, FL 32405
Melisa A. Simms Day	1811 West 25 <sup>th</sup> Street Panama City, FL 32405
David L. Simms	135 Queens Circle Panama City, FL 32405

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

#### ARTICLE THIRTEEN

At each such election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE FOURTEEN

Special meetings of shareholders may be called by a majority of the outstanding shares.

#### ARTICLE FIFTEEN

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote, fifty-one (51%) of the shares represented at the meeting and entitled to vote on the subject matter, shall be the act of the shareholders.

#### **ARTICLE SIXTEEN**

All of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of all of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative of all of the remaining directors, shall be the act of the Board of Directors.

#### **ARTICLE SEVENTEEN**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

#### **ARTICLE EIGHTEEN**

The Directors of this corporation may take action by written consent, as provided by law.

#### **ARTICLE NINETEEN**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

## ARTICLE TWENTY

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE  
PURSUANT TO THE PROVISIONS OF FLA. STAT. §607.0501 OR FLA. STAT.  
§617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is:

B & S Leasing, Inc.

2. The name and address of the registered agent and office  
is:


JAMES L. SIMMS  
750 ½ West 15<sup>th</sup> Street  
Panama City, Florida 32401

Having been named as the registered agent and to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent pursuant to Chapter 48.091, Florida Statutes, relative to keeping said office open.

Signed this 18th day of August, 1998.

  
James L. Simms

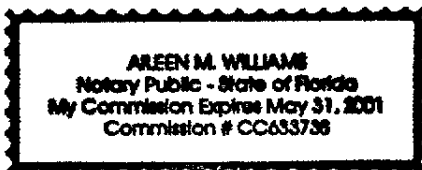
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 18th day of August, 1998.

  
James L. Simms  
Incorporator

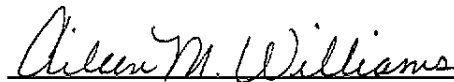
STATE OF FLORIDA )  
COUNTY OF BAY )

BEFORE ME the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared James L. Simms, [ ] who is personally known to me or [ x ] who has produced S520-452-30-043-0  
Fla. Drivers License as identification, to be the person who executed the foregoing, and acknowledged that he executed the same for the purposes therein expressed.

WITNESS MY hand and official seal this 18th day of August, 1998.



( S E A L )

  
Signature of Notary Public  
Aileen M. Williams  
Commission Number: CC633738  
Date Commission Expires: May 31, 2001

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
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