

P98000074163

DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

ACCOUNT NUMBER: FCA-000000017

REFERENCE: \_\_\_\_\_  
(Sub Account)

DATE: 8/25/98

REQUESTOR NAME: CARLTON FIELDS

ADDRESS: P. O. BOX 190

TALLAHASSEE, FL 32302

TELEPHONE: (850) 224-1585

CONTACT NAME: AILSA

CORPORATION NAME: \_\_\_\_\_

3000002624473--8

ENTITY NUMBER: \_\_\_\_\_  
(if applicable)

AUTHORIZATION: \_\_\_\_\_

Ailsa Ancheta

☒ Certified Copy (1-9)

☒ New Filings

☐ Fictitious Name

☐ Call When Ready  
☒ Walk In  
☐ Mail Out

☐ UCC'S

☐ Plain Stamped Copy

☐ Amendments

☒ Call if Problem  
☐ Will Wait

☐ Certificate of Status

☐ Annual Report

☐ Registration

☐ After 4:30 PM  
☐ Pick Up

Y#58890.1

Filing - Articles of Inc.

41770/92338

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 25 AM 11:47

RECEIVED  
98 AUG 25 AM 11:27  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304

8-25-98

**ARTICLES OF INCORPORATION  
OF  
KENNEDY WHOLESALE PLUMBING SUPPLIES, INC.**

The undersigned, acting as incorporator, hereby forms a corporation under the Florida Business Corporation Act and adopts the following Articles of Incorporation for the Corporation.

**ARTICLE I  
Name**

The name of the corporation (hereinafter referred to as the "Corporation") is:

Kennedy Wholesale Plumbing Supplies, Inc.

**ARTICLE II  
Initial Principal Office and Mailing Address**

The initial principal office and mailing address of the Corporation is 8417 Angela Court, Zephyrhills, Florida 33541.

**ARTICLE III  
Effective Date**

The Corporation shall commence existence on the date these Articles of Incorporation are filed by the Florida Department of State, and the Corporation shall exist perpetually thereafter.

**ARTICLE IV  
Capital Stock**

The total number of shares of capital stock which the Corporation shall have authority to issue is One Hundred Thousand (100,000) common shares, having a par value of \$0.01 per share.

**ARTICLE V  
Initial Registered Agent and Office**

The street address of the initial registered office of the Corporation is One Harbour Place, Tampa, Florida 33602, and the name of its initial registered agent at that address is Sharon P. Greenaway.

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98 AUG 25 AM 11:47

**ARTICLE VI**  
**Incorporator**

The name and mailing address of the sole incorporator is as follows:

<u>Name</u>	<u>Address</u>
Sharon P. Greenaway	One Harbour Place, 5th Floor Tampa, Florida 33602

**ARTICLE VII**  
**Purpose**

The purpose for which this Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the United States or the State of Florida.

**ARTICLE VIII**  
**Initial Directors**

The Corporation shall have one (1) director initially, who shall serve as a director of the Corporation until the first annual meeting of shareholders and his successor is elected and qualified, or until his earlier resignation, removal from office, or death. The number of directors of the Corporation thereafter shall be such number as from time to time fixed by, or in the manner prescribed by, the bylaws of the Corporation. The name and mailing address of the person who shall serve as the initial director is:

<u>Name</u>	<u>Address</u>
John F. Kennedy	8417 Angela Court Zephyrhills, Florida 33541

**ARTICLE IX**  
**Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If

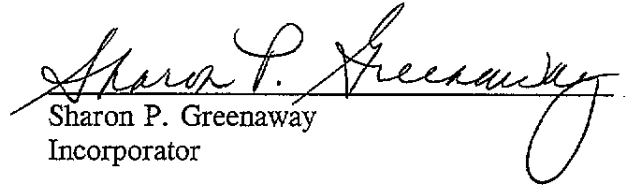
the Florida Business Corporation Act is amended after the filing of the Articles of Incorporation of which this Article IX is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

**ARTICLE X**  
**Amendment**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the laws of the State of Florida. All rights, powers, privileges, and discretionary authority granted or confessed herein upon shareholders or directors are granted or confessed subject to this reservation.

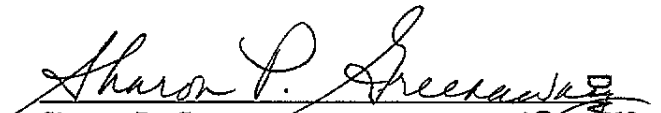
Dated this 24th day of August, 1998.

  
Sharon P. Greenaway  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated effective as of this 24th day of August, 1998.

  
Sharon P. Greenaway  
Registered Agent

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DIVISION OF CORPORATIONS  
98 AUG 25 AM 11:48