

# P93000091288EET

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|          | UESTOR NAME:   | INTERNATIONAL RESEARCH BUREAU, INC.                             | -, <u>'</u>        |
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| ADD      | RESS:  | POST OFFICE BOX 14189   |                    |
| •        |  | TALLAHASSEE, FL 32317   | -                  |
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| TELE     | PHONE:   | (850) (942 – 2500) ext (217)                                    |                    |
| CORI     | PORATION NAME:   | R B Discourt Beverages, IN                                      | C                  |
|          | UMENT NUMBER:  | 0000026728808   | -                  |
| AUTI     | HORIZATION:  | David W. Lowery, CFO  | -<br>-             |
| <u>X</u> | CERTIFIED COPY (1<br>CERTIFICATE OF ST<br>PLAIN STAMPED CO | -9) CORPORATE   |                    |
|          | Call When Ready  | □ Call if Problem Pick Up (10)                                  |                    |
| <b>Y</b> | Walk In  | □ Will Wait   |                    |
|          | Mail Out   | □ After 4:30  |                    |
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Your Background Investigation Team

T. SMITH (OCT 2 7 1998)

## ARTICLES OF INCORPORATION

<u>OF</u>

## RB'S DISCOUNT BEVERAGE, INC.

FILED
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SECRETARY OF S
TALLAHASSIE, FI

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

## ARTICLE I

## NAME OF THE CORPORATION

The name of this Corporation shall be RB'S DISCOUNT BEVERAGE, INC.

#### **ARTICLE II**

## **PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

## ARTICLE III

#### **PURPOSE**

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

## ARTICLE IV

#### **AUTHORIZED SHARES**

**Number:** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.

Initial issue: 100 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

CHITRANJAN BASDEO

One Hundred (100) shares as Tenants by the Entireties

and

RADHA P. BASEDO

**Dividends:** The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

**No Classes of Stock:** The shares of the Corporation are not to be divided into classes.

#### <u>ARTICLE V</u>

#### REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 207 Highway 441/27, Lady Lake, Florida 32158 and the name of the initial registered agent at such address is CHITRANJAN BASDEO.

## ARTICLE VI

#### **PRINCIPAL OFFICE**

The Principal Office of the corporation shall be 207 Highway 441/27, Lady Lake, Florida 32158.

#### <u>ARTICLE VII</u>

#### **BOARD OF DIRECTORS**

This corporation shall have Two (2) Directors constituting the initial Board of Directors.

The Directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until him successors shall have been elected and qualified, is as follows:

<u>NAME</u> <u>ADDRESS</u>

CHITRANJAN BASDEO 207 Highway 441/27

Lady Lake, Florida 32158

RADHA P. BASDEO 207 Highway 441/27

Lady Lake, Florida 32158

#### ARTICLE VIII

## **INCORPORATORS**

The names and addresses of the initial incorporators are as follows:

<u>NAME</u>

**ADDRESS** 

CHITRANJAN BASDEO

207 Highway 441/27 Lady Lake, Florida 32158

#### ARTICLE IX

## PREEMPTIVE RIGHTS OF SHAREHOLDERS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this 22nd day of October, 1998.

Chitain Beach

STATE OF FLORIDA

HOTOH

**COUNTY OF ORANGE** 

The foregoing Articles of Incorporation were acknowledged before me this 22nd day of October, 1998, by CHITRANJAN BASDEO, who has produced a driver's license as identification or who is personally known to me.

My Comm Exp. 5/28/00
Signated By Service Ins
No. CC558163

S<del>teven) R. Kutner, Notary Public</del> Commission No. CC5<del>63737558163</del>

My Commission Expires:

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

That RB'S DISCOUNT BEVERAGE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Lady Lake, Lake County, State of Florida, has named CHITRANJAN BASDEO located at 207 Highway 441/27, Lady Lake, Florida 32158 as its agent to accept service of process within this state.

#### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date:

October 22, 1998

<u> Khita jan Basak.</u> CHITRANJAN BASDEO

98 OCT 27 AM II: 18
SECRETARY OF STATE
TAIL AHASSEE, FLOORING