

TRANSMITTAL LETTER

P99000015944

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

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02/16/99 01056--016
*****18.75 *****18.75

SUBJECT: PR Brandon Enterprises, Inc
(Proposed corporate name - must include suffix)

EFFECTIVE DATE
2-10-99

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Perri H. Brandon

Name (Printed or typed)

4836 Greenland Road

Address

Jacksonville, FL 32258

City, State & Zip

(904) 292-9316

Daytime Telephone number

FILED
99 FEB 16 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Perri Brandon

GAVE

AUTHORIZATION BY PHONE TO

CORRECT Corp. name : PR Brandon Enterprises, Inc.

DATE 2/18/99

DOC. EXAM B/B

NOTE: Please provide the original and one copy of the articles.

B. BROCK FEB 17 1999

EFFECTIVE DATE
2-10-99

**ARTICLES OF INCORPORATION
OF**

PR BRANDON ENTERPRISES, INC.

The undersigned does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

FILED
99 FEB 16 PM 1:24
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be:
PR BRANDON ENTERPRISES, INC.
**4836 Greenland Rd.
Jacksonville, FL 32258**

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business for which may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE III - CAPITOL STOCK

- 3.1 The maximum number of shares at this Corporation is authorized to have outstanding at any time is on thousand (1,000) shares of common stock, each share having the par value of one dollar and 00 cents.
- 3.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds, or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.
- 3.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

- 3.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitation as to dividends, qualifications, or term or conditions of redemption of stock.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on *February 10, 1999*, the date of this filing of these Articles with the Department of State.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office of the corporation is **4836 Greenland Road, Jacksonville, FL, 32258**. Name of the initial registered agent of this corporation at that address is **Perri H. Brandon**.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws; however, there shall never be less than one Director. The name and address of the initial Board of Directors of the Corporation are:

**Perri H. Brandon
4836 Greenland Road
Jacksonville, FL 32258**

**Richard P. Brandon
4836 Greenland Road
Jacksonville, FL 32258**

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is as follows:
Perri H. Brandon, 4836 Greenland Road, Jacksonville, FL 32258.

ARTICLE VIII - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify under the said provisions, from and against any and all the expenses, and liabilities, of other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE VIII - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

- 9.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 9.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this corporation, without the written consent of the other shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 9.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

“The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended.”

ARTICLE X - POWERS OF CORPORATION

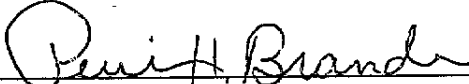
The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE XI - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend, or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making , alteration, amendment, or repeal of the Bylaws.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend, alter change, or repeal nay provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statue of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.


Perri H. Brandon, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept appointment as registered agent 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.



Signature/Registered Agent

2-10-99

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA