

P 99000088570



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 398675 4313196

AUTHORIZATION : Patricia Piguit

COST LIMIT : \$ 78.75

ORDER DATE : October 5, 1999

ORDER TIME : 10:59 AM

ORDER NO. : 398675-005

800003005778--2

CUSTOMER NO: 4313196

CUSTOMER: Ms. Melissa Willis
MOSS HENDERSON BLANTON &
MOSS HENDERSON BLANTON &
817 Beachland Boulevard

Vero Beach, FL 32964

DOMESTIC FILING

NAME: ~~RBS, LTD., INC.~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -5 AM 9:25

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

506-2590-2544
W99-22984

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

99 OCT -5 PM 12:04

RECEIVED

8/10/7/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -5 AM 9:25

October 5, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: RBS, LTD., INC.
Ref. Number: W99000022984

RESUBMIT

Use of a principal
Commission

We have received your document for RBS, LTD., INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 899A00048326

RECEIVED
99 OCT -6 PM 3:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RBS INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -5 AM 9:25

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: RBS INTERNATIONAL, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of Class A common stock (voting) at \$1.00 par value and 1,000 shares of Class B common stock (nonvoting) at \$1.00 par value.

ARTICLE IV

QUORUM FOR STOCKHOLDERS MEETING

Unless otherwise provided for in the Corporation's By-Laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street and mailing address of the initial registered office of this corporation is 817 Beachland Boulevard, Vero Beach, Florida, 32963, and the name of the initial registered agent of this corporation is Lawrence Y. Leonard, Attorney, whose street and mailing address is 817 Beachland Boulevard, Vero Beach, Florida 32963.

The principal place of business and mailing address of the corporation shall be 2901 Cardinal Drive, Vero Beach, Florida 32963.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Director(s), initially. The number of Directors may be either increased or diminished from time to time in the manner provided in the By-Laws, but shall never be less than one. The name of the initial Director of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Robin B. Schafer	2901 Cardinal Drive, Vero Beach, FL 32963
Gilbert P. Schafer	2901 Cardinal Drive, Vero Beach, FL 32963

ARTICLE VII

INCORPORATORS

The name and address of the corporation's incorporator is:

Lawrence Y. Leonard
817 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE VIII

RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the Corporation's By-Laws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

ARTICLE IX

INDEMNIFICATION

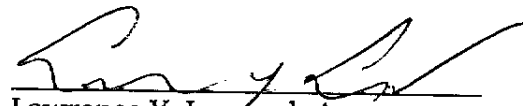
The corporation shall indemnify its officers, directors and authorized agents, for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights, pursuant to the provisions of Florida Statute 607.0630 (1995).

IN WITNESS WHEREOF, I have subscribed my hand this 10th day of October, 1999.

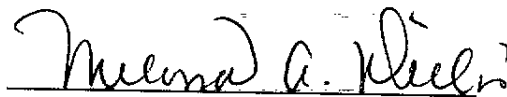


Lawrence Y. Leonard, Attorney
Incorporator and
Registered Agent

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 10th day of October, 1999, by Lawrence Y. Leonard who is personally known to me.

(Notarial Stamp)



NOTARY PUBLIC

Melissa A. Willis, Notary Public

State of Florida

My Commission No:

My Commission Expires:



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

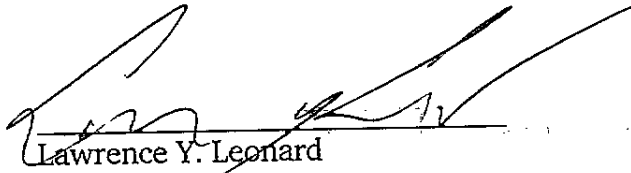
99 OCT -5 AM 9:25

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

That ^{RBS INTERNATIONAL,}
^{INC.} desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Vero Beach, County of Indian River, State of Florida, has named Lawrence Y. Leonard, Attorney, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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


Lawrence Y. Leonard
Attorney