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Requester's Name

Address

300003035043-0
-11/04/99-01060-006
*****78.75 *****78.75

STANLEY E. JOHNSON, JR.
1444 Biscayne Boulevard
Suite 220
Miami, Florida 33132

Office Use Only

CORPO

NT NUMBER(S), (if known):

1. R.S.B.I., INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
99 NOV 15 AM 8:02
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

- | | | |
|-----------------------------------|---|--|
| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Photocopy |
| | | <input type="checkbox"/> Certificate of Status |

NEW FILINGS

AMENDMENTS

- | | |
|--|--|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment |
| <input type="checkbox"/> Not for Profit | <input type="checkbox"/> Resignation of R.A., Officer/Director |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Domestication | <input type="checkbox"/> Dissolution/Withdrawal |
| <input type="checkbox"/> Other | <input type="checkbox"/> Merger |

OTHER FILINGS

REGISTRATION/QUALIFICATION

- | | |
|--|--|
| <input type="checkbox"/> Annual Report | <input type="checkbox"/> Foreign |
| <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> Limited Partnership |
| | <input type="checkbox"/> Reinstatement |
| | <input type="checkbox"/> Trademark |
| | <input type="checkbox"/> Other |

Examiner's Initials

PH 11/15/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 5, 1999

STANLEY E. JOHNSON, JR.
1444 BISCAYNE BLVD, SUITE 220
MIAMI, FL 33132

SUBJECT: R.S.B.I., INC.
Ref. Number: W99000025605

We have received your document for R.S.B.I., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 499A00053591

**ARTICLES OF INCORPORATION
OF
R.S.B.I., INC.**

FILED
99 NOV 15 AM 8: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is R.S.B.I., INC.
2. **Duration.** The period of duration is perpetual.
3. **Purpose.** The purpose is to engage in the marketing of telecommunication products and related products and to engage in any legal activities authorized under the laws of the United States and the state of Florida.
4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$.01 par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

Stanley E. Johnson, Jr.
1444 Biscayne Boulevard, Suite 230
Miami, Florida 33132

6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

Roderic S. Brown
4410 S.W. 34th Terrace
Fort Lauderdale, FL 33312

Document Prepared by:
STANLEY E. JOHNSON, JR., ESQ.
1444 Biscayne Boulevard
Suite 230
Miami, Florida 33132
Tel. (305) 372-2797
Florida Bar No. 472395

7. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are:

Roderic S. Brown
4410 S.W. 34th Terrace
Fort Lauderdale, FL 33312

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Roderic S. Brown
4410 S.W. 34th Terrace
Fort Lauderdale, FL 33312

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

10. **Indemnification.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

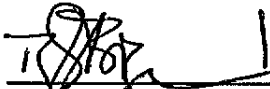
11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

12. **Conflict of Interest.** This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (1997), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be

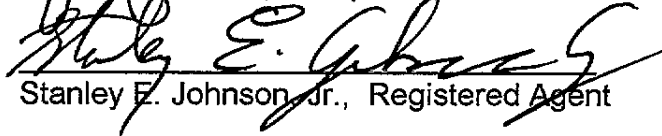
counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these

Articles of Incorporation this 9th day of October, 1999.



Roderic S. Brown, Incorporator



Stanley E. Johnson, Jr., Registered Agent

STATE OF FLORIDA)

COUNTY OF DADE)

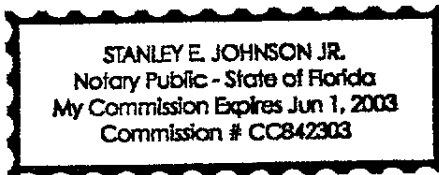
BEFORE ME, the undersigned authority personally appeared Roderic S. Brown to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or ☒ is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9th day of OCTOBER, 1999.



Notary Public
State of Florida

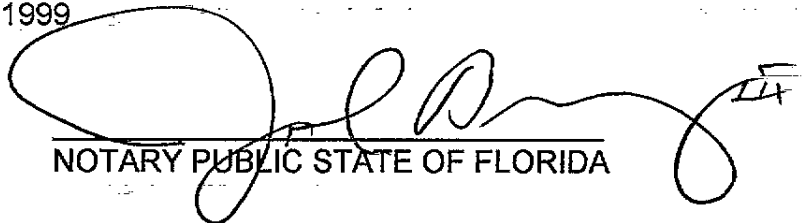
My Commission Expires:



STATE OF FLORIDA)
)
COUNTY OF DADE)

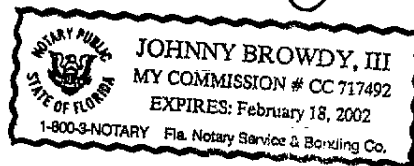
BEFORE ME, the undersigned authority personally appeared Stanley E. Johnson, Jr., to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or / is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24 day of OCTOBER, 1999



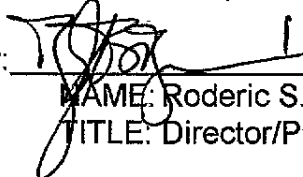
NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:



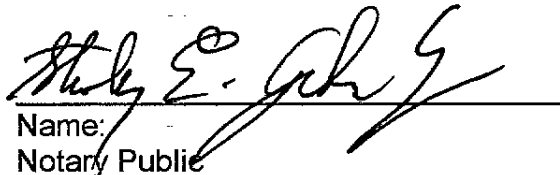
STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Director/President R.S.B.I, INC. does on behalf of R.S.B.I, INC. certify that he is familiar with and accepts the duties and responsibilities of Director/President for R.S.B.I, INC.

By:  _____
NAME: Roderic S. Brown
TITLE: Director/President

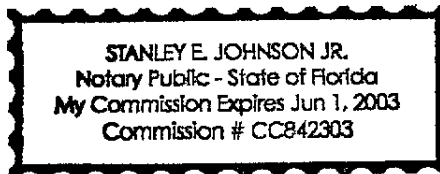
STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 9th day of OCTOBER, 1999 by Roderic S. Brown who has produced _____ as identification for R.S.B.I., INC. or ☒ is personally known by me.

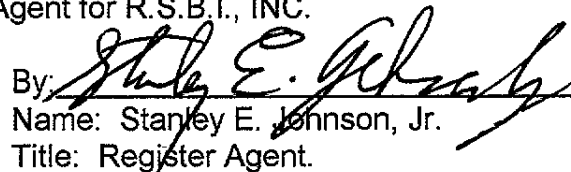

Name: _____
Notary Public

My Commission expires:

STATE OF FLORIDA)
)
COUNTY OF DADE)

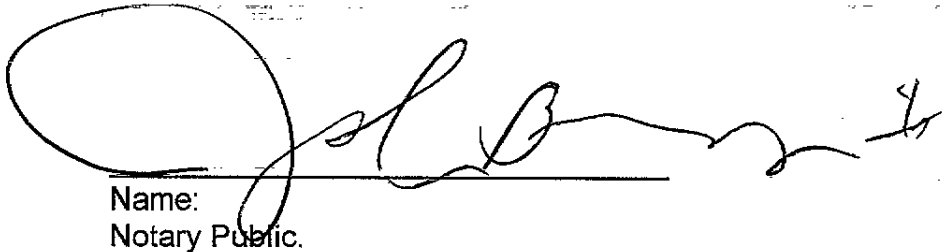


The undersigned being the duly elected and acting Register Agent for R.S.B.I., INC. does on behalf of R.S.B.I., INC. certify that he is familiar with and accepts the duties and responsibilities as Register Agent for R.S.B.I., INC.

By: 
Name: Stanley E. Johnson, Jr.
Title: Register Agent.

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 9th day
of OCTOBER, 1999 by Stanley E. Johnson, Jr., who has produced
_____ as identification for R.S.B.I., INC. or ✓ is
personally known by me.


Name: _____
Notary Public.

My Commission Expires:

