

Division of Corporations

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Florida Department of State

Division of Corporations

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To: Division of Corporations
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From: Account Name : LEDMAN & HAMM, P.A.
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FLORIDA PROFIT CORPORATION OR P.A.

EMERALD COAST ENTERPRISES, INC.

Certificate of Status	1
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PAGE 02

**ARTICLES OF INCORPORATION
OF
EMERALD COAST ENTERPRISES, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation ("Corporation") is EMERALD COAST ENTERPRISES, INC.

ARTICLE II - CORPORATE DURATION

This corporation shall have perpetual existence and shall commence upon the filing of these Articles of Incorporation.

ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE IV - INITIAL PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 2313 Magnolia Drive, Panama City Beach, Florida 32408.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is Thomas W. Ledman of Ledman & Hamm, P.A., 1007 Jenks Avenue, Panama City, FL 32401.

ARTICLE VI - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders

FAX AUDIT H01000020061 7

representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the corporation business.

ARTICLE VII - PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation in proportion to their respective percentages of stock ownership.

ARTICLE VIII - DIRECTOR QUALIFICATIONS

The members of the Board of Directors of the Corporation must be shareholders of the Corporation.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name of the Incorporator to these Articles of Incorporation is Sarah Lark, whose address is 2313 Magnolia Drive, Panama City Beach, FL 32408.

FAX AUDIT H01000020061 7

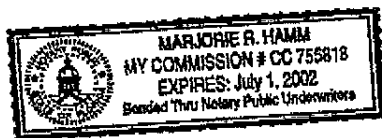
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of February, 2001.

Sarah Lark
Sarah Lark

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of Emerald Coast Enterprises, Inc. was acknowledged before me this 22nd day of February, 2001, by Sarah Lark, who (notary must check applicable box)

☒ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.



Marjorie R. Hamm
NOTARY PUBLIC
Print Name Marjorie R. Hamm
Commission # CC 755818
My Commission Expires: 7/1/02

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Emerald Coast Enterprises, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).

Dated this 22nd day of February, 2001.

Thomas W. Ledman
Thomas W. Ledman

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