

P01000079102

TRANSMITTAL LETTER

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

FILED  
01 AUG -7 AM 8:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SUBJECT: DOWNEASTER BOAT, INC.  
(Proposed corporate name- must include suffix)

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

✓ \$ 87.50\*  
Filing Fee  
& Certified Copy  
& Certificate

400004521954--6  
-08/07/01--01017--003  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

\* Additional Copy required.

FROM: Grant A. Spitzer, Esq.  
  
730 Jenks Avenue  
  
Panama City, Florida 32401  
  
(850) 769-6851

400004521954--6  
-08/07/01--01017--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Ann: "Grant A Spitzer" GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT. Name  
DATE 8-13-01  
DOC. EXAM B

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

T. Burch AUG 13 2001

**ARTICLES OF INCORPORATION  
OF  
DOWNEASTER BOAT, INC.**

**FILED**  
01 AUG - 7 AM 8:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

**ARTICLE 1 - CORPORATE NAME**

Name of this corporation is **DOWNEASTER BOAT, INC.**

**ARTICLE 2 - PRINCIPAL OFFICE**

The principal place of business of this corporation is 1801 Tyndall Drive, Panama City, Florida 32401, and the mailing address of the corporation is 1801 Tyndall Drive, Panama City, Florida 32401.

**ARTICLE 3 - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred(100) shares with no par value.

**ARTICLE 4 - INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is Lynn P. Miller, 1801 Tyndall Drive, Panama City, Florida 32401.

**ARTICLE 5 - INCORPORATIONS**

The name and street address of the incorporator to these article of incorporation is:

Lynn P. Miller, 1801 Tyndall Drive, Panama City, Florida 32401

**ARTICLE 6 - PREEMPTIVE RIGHTS**

Every stockholder of this corporation, upon the sale for cash of any new stock of the same kind, class, or series as that which she already holds, shall have the right to purchase her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

IN WITNESS WHEREFORE, the undersigned has made and subscribed these Articles of incorporation at Panama City, Florida for the uses and purpose therein expressed on this 3<sup>rd</sup> day of August, 2001.

Lynn P. Miller  
Lynn P. Miller

STATE OF FLORIDA

COUNTY OF Bay

I HEREBY CERTIFY that a on this day, before me, an Officer duly authorized to take acknowledgment, personally appeared Lynn P. Miller, to me known to be the person described in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the state and county aforesaid this 3<sup>rd</sup> day of August, 2001.

Alison Wolfe  
NOTARY PUBLIC  
My Commission Expires:



Alison Wolfe  
My Commission CC714560  
Expires February 8, 2002

**DESIGNATION AND ACCEPTANCE  
OF REGISTERED AGENT**

**FILED**

**01 AUG -7 AM 8:56**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

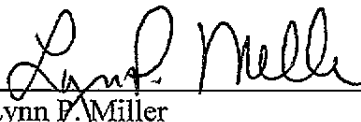
Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **DOWNEASTER BOAT, INC.**
2. The name of the registered agent is Lynn P. Miller.
3. The address of the registered agent/registered office is 1801 Tyndall Drive,  
Panama City, Florida, 32401.

**ACCEPTANCE**

Having been named as registered agent and designated to accept service of process for the above corporation. I hereby accept the 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 obligations of my position as registered agent.

DATED this 3 day of August, 2001.

  
\_\_\_\_\_  
Lynn P. Miller