

L96000001009



PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 068165 7114950

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 285.00

ORDER DATE : August 28, 1996

ORDER TIME : 9:34 AM

ORDER NO. : 068165

CUSTOMER NO: 7114950

CUSTOMER: Mr. Edward G. Jennings  
MR. EDWARD G. JENNINGS

# 418  
950 North Collier Boulevard  
Marco Island, FL 34145

DOMESTIC FILING

NAME: GULF SHORES AQUATICS, LLC

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

*af*  
*9/24/96*

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY  
COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

GULF SHORES AQUATICS, LLC

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

950 NORTH COLLIER BOULEVARD, #418  
MARCO ISLAND, FL 34145

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be: Perpetual

**ARTICLE IV - Management:**

(check and complete the appropriate statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

EDWARD G. JENNINGS

950 NORTH COLLIER, #418, MARCO ISLAND, FL 34145

BRIAN E. CALHOUN

950 NORTH COLLIER, #418, MARCO ISLAND, FL 34145

#### **ARTICLE V - Admission of Additional Members**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

*AS STATED IN BY LAWS*

#### **ARTICLE VI - Members Rights to Continue Business**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:


*AS STATED IN BY LAWS*

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_

GULF SHORES AQUATICS, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 39,000.-
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ —.  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 15,000.-
- 5) the total amount of 2, 3, and 4 is \$ 54,000.-

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.008(3), Florida Statutes, the  
execution of this affidavit constitutes an affirmation under the  
penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.607, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, 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 limited liability company is: GULF SHORES AQUATICS, LLC

2. The name and address of the registered agent and office is:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

(P.O. Box or Mail Drop Box [NOT acceptable])

TALLAHASSEE, FL 32301

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 the obligations of my position as registered agent.*

  
(Signature)

September 23, 1996

(Date)

1201 HAYS STREET  
TALLAHASSEE, FL 32309-1607  
904-222-1071  
904-222-1000 FAX

800-342-8086

L96 000001009



ACCOUNT NO. : 0721000000032  
REFERENCE : 115789 7114950  
AUTHORIZATION : Patucia Piggitt  
COST LIMIT : \$ ~~70.00~~ 52.50

FILED  
95 OCT 10 PM 2:55  
TALLAHASSEE, FLORIDA  
STATE  
SECRETARY OF STATE

ORDER DATE : October 10, 1996

ORDER TIME : 10:06 AM

ORDER NO. : 115789

CUSTOMER NO: 7114950

300001970753

CUSTOMER: Mr. Edward G. Jennings  
Mr. Edward G. Jennings  
# 418  
950 North Collier Boulevard  
Marco Island, FL 34145

DOMESTIC FILINGS

NAME: GULF SHORES AQUATICS, LLC

RECEIVED  
96 OCT 10 PM 12:19  
DIVISION OF CORPORATION  
File 1st

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: \_\_\_\_\_

N. HENDRICKS OCT 10 1996

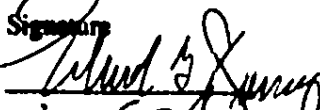

Articles of Dissolution  
for  
Gulf Shores Aquatics, LLC  
(a Florida limited liability company)

FILED  
96 OCT 10 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is Gulf Shores Aquatics, LLC.
2. The effective date of the limited liability company's dissolution is as of the date of filing with the Department of State.
3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes, is as follows: by the unanimous written agreement of all of the members.
4. Check One:  
☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged. OR  
☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421.
5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
6. Check One:  
☒ There are no suits pending against the company in any court. OR  
☐ Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.

Signatures of all Members:

Signature

Typed or Printed Name

Edward G. Jennings

Brian E. Calhoun

Gulf Shores Aquatics, LLC  
950 N. Collier Blvd., #418  
Marco Island, Florida 34145

October 8, 1996

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

Gentlemen:

We, the members of Gulf Shores Aquatics, LLC, a Florida limited liability company ("Gulf Shores"), hereby notify you that Gulf Shores is currently being dissolved, and that we hereby release the use of the name Gulf Shores Aquatics for use by Gulf Shores Aquatics, Inc., a Florida corporation which we are currently forming in connection with the dissolution of Gulf Shores.

Sworn to as of this eighth day of October, 1996.

  
Edward G. Jennings

  
Brian E. Calhoun