

TRANSMITTAL LETTER

P00000025548

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

SUBJECT: UNDER TOW INC

(Proposed corporate name - must include suffix)

100003167121--6

-03/13/00--01098--007

\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: RITA M. RUCKEL  
Name (Printed or typed)

32 SEVENTH AVE #116  
Address

Shalimar FL 32579  
City, State & Zip

850-582-5805  
Daytime Telephone number

Will wait

APPROVED  
AND  
FILED

00 MAR 13 PM 1:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

00 MAR 13 PM 12:55

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

3-3-00  
5

ARTICLES OF INCORPORATION  
of  
UNDERTOW, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - Name. The name of the corporation is UNDERTOW, INC.

ARTICLE II - Purpose. This corporation is initially organized for the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607.011 of the Florida Statutes. This corporation shall have all corporate powers enumerated in said Chapter 607.011.

ARTICLE III - Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares of common stock. Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share. Stock shall be issued under Section 1244 of the Internal Revenue Code.

ARTICLE IV. Initial Capital. The amount of capital with which the corporation will begin business shall not be less than \$500.00.

ARTICLE V. Duration. The corporation shall have perpetual existence.

ARTICLE VI - Principal Office. The street and mailing address of the principal office of this corporation in this state is 1224 Santa Rosa Blvd., Ft. Walton Beach, Florida 32548.

ARTICLE VII - Initial Registered Office and Agent. The street and mailing address of the initial registered office of this corporation in this state is 32 7th Avenue, Shalimar, Florida 32579. The initial registered agent at that address shall be John Barry.

ARTICLE VIII - Management by Shareholders. The corporation, pursuant to the authority vested in Section 607.111, Florida Statutes shall be managed by its stockholders rather than a board of directors, and the stockholders shall elect the officers. The initial stockholders in the corporation and who shall initially manage the business are:

John Barry  
32 7th Avenue  
Shalimar, FL 32579

President  
(Who shall own 66 2/3 of the shares)

Rita Ruckel  
32 7th Avenue  
Shalimar, Florida 32579

Vice President/Secretary  
Treasurer  
(Who shall own 33 1/3 of the shares)

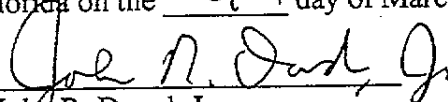
ARTICLE IX - Subscriber. The name and address of the person signing these Articles is John R. Dowd, Jr., Attorney at Law, 420 East Pine Avenue, Crestview, FL 32539.

ARTICLE X - By-laws. The power to adopt, alter, amend or repeal the by-laws of this corporation shall be vested in the shareholders.

ARTICLE XI - Amendment. These Articles may be amended in the manner provided by law. Every amendment shall be approved by vote of 51% of the stock entitled to vote thereon.

ARTICLE XII - Dissolution. The corporation may be dissolved at any time by unanimous written consent of the shareholders, or on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned subscriber of this corporation, has executed these articles of incorporation at Crestview, Florida on the 9<sup>th</sup> day of March, 2000.

  
John R. Dowd, Jr.  
P.O. Box 727  
Crestview, FL 32536  
(850) 682-6164  
Florida Bar No. 083267  
Attorney/Subscriber

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JOHN R. DOWD, JR., known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County above stated this 9th day of March, 2000.

  
NOTARY PUBLIC  
My Commission Expires:



Cynthia F. Hughes  
MY COMMISSION # CC623527 EXPIRES  
March 16, 2001  
BONDED THRU TROY FAIR INSURANCE, INC

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent in the State of Florida:

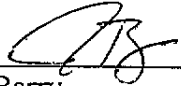
The name of the Corporation is UNDERTOW, INC.

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

John Barry  
32 7th Avenue  
Shalimar, FL 32579

Having been named as registered agent to accept service of process for the above stated corporation 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.

Dated this 10 day of March, 2000.

  
\_\_\_\_\_  
John Barry  
Registered Agent

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared John Barry, personally known to me to be the person described in and who executed the foregoing designation of registered agent and acknowledged before me that he executed same for the purposes therein expressed.

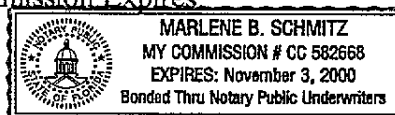
WITNESS my hand and official seal in the State and County above stated this 10<sup>th</sup> day of March, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:

March 6, 2000 1999

Secretary of State



APPROVED  
AND  
FILED  
MAR 13 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA