



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 781279 81219A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 31, 2000

ORDER TIME : 10:02 AM

ORDER NO. : 781279-005

CUSTOMER NO: 81219A

CUSTOMER: Jodie Hamm, Legal Asst  
W. Wade Wallace, Esquire

Suite 26  
10221 Emerald Coast Parkway  
Destin, FL 32541

DOMESTIC FILING

NAME: CHOPPER ONE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RH 7/31/00

FILED

00 JUL 31 AM 11:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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RECEIVED  
00 JUL 31 AM 9:22  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CHOPPER ONE, INC.**

FILED  
00 JUL 31 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

Name

The name of this corporation is: Chopper One, Inc.

**ARTICLE II**

Duration

This corporation shall exist perpetually.

**ARTICLE III**

Corporate Purpose

This corporation is organized to transact any lawful business for which the corporation may be incorporated pursuant to Chapter 607, Florida Statutes, or any other applicable laws of the State of Florida.

**ARTICLE IV**

Principal Office/Mailing Address

The street address of the initial principal office is: 150 Industrial Park Road, Suite 16, Destin, FL 32541.

**ARTICLE V**

Capital Stock

This corporation is authorized to issue Two Thousand (2000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE VI**

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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.

**ARTICLE VII**

Stockholder and Corporation Option to Purchase Stock

In case a shareholder desires to sell his shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the shareholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

**ARTICLE VIII**

## Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 150 Industrial Park Road, Suite 16, Destin, FL 32541; the name of the initial registered agent of this corporation at that address is: David C. Perry.

**ARTICLE IX**

## Board of Directors

This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the By-laws.

**ARTICLE X**

## Officers

The corporation shall have the following officers: President and Secretary/Treasurer, who shall be elected by a majority vote of the directors.

**ARTICLE XI**

## Incorporators

The name and address of the incorporator is: David C. Perry, 150 Industrial Park Road, Suite 16, Destin, FL 32541.

**ARTICLE XII**

## Action by Directors Without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

**ARTICLE XIII**

## Amendment

This corporation reserves the right to amend or repeal any article hereto or amendment thereof, and any right, conferred upon the shareholders is subject to this reservation.

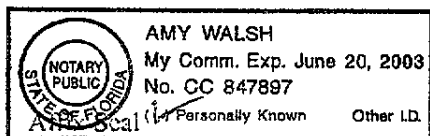
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of July, 2000.

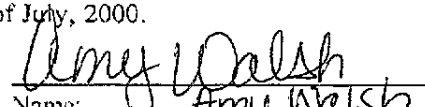
  
David C. Perry

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 27 day of July, 2000 by David C. Perry, (☒) who is personally known to me/( ) who produced the following as identification:

WITNESS my hand and seal this 27 day of July, 2000.



  
Name: Amy Walsh  
Notary Public  
My commission expires:

7-27-2000 2:16PM

FROM W WADE WALLACE P A 8508376565

P. 5

FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

00 JUL 31 AM 11: 26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 607.0501, Florida Statutes, the following is submitted

FIRST -- That Chopper One, Inc., with its principal place of business at 150 Industrial Park Road, Suite 16, Destin, FL 32541, has named David C. Perry, located at 150 Industrial Park Road, Suite 16, Destin, FL 32541, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0501 Florida Statutes.

Date:

7/27/00

David C. Perry

*David C. Perry*