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2001 FEB -5 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 989908 158334A  
AUTHORIZATION :  
COST LIMIT : \$ PREPAID

ORDER DATE : February 5, 2001

ORDER TIME : 10:16 AM

ORDER NO. : 989908-005

CUSTOMER NO: 158334A

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-02/05/01--01101--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CUSTOMER: Richard H. Powell, Esq  
Powell & Strom, P.a.

92 Eglin Parkway Ne

Fort Walton Bea, FL 32549-2167

DOMESTIC FILING

NAME: GIUSEPPI'S WHARF OF SHALIMAR,  
INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

RECEIVED  
FEB -5 PM 12:07  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Handwritten initials and date: JRP 2/5/01

**FILED**

**ARTICLES OF INCORPORATION  
OF  
GIUSEPPI'S WHARF OF SHALIMAR, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

**NAME**

The name of this corporation shall be GIUSEPPI'S WHARF OF SHALIMAR, INC., hereinafter referred to as the corporation.

**ARTICLE II**

**DURATION**

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Florida Department of State.

**ARTICLE III**

**PURPOSE**

The corporation is organized for the purpose of conducting retail food sales and conducting all lawful business not inconsistent with the laws of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to issue one thousand (1,000) shares of ONE DOLLAR (\$1.00) par value common stock.

**ARTICLE V**

**PREEMPTIVE RIGHTS**

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

or 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.

**ARTICLE VI**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the corporation is 1176 N. Eglin Parkway, Shalimar, Florida 32579, and the mailing address of the corporation is 2009 Jessica Way, Navarre, Florida 32566-2947.

**ARTICLE VII**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1176 N. Eglin Parkway, Shalimar, Florida, 32579, and the initial registered agent of the corporation at that address is ROBERT G. HEFT, III.

**ARTICLE VIII**

**INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

HUGH KENDRICK PARMER, III	4029 Drifting Sand Trail Destin FL 32541
ROBERT G. HEFT, III	2009 Jessica Way Navarre FL 32566-2947

**ARTICLE IX**

**INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

ROBERT G. HEFT, III

2009 Jessica Way  
Navarre FL 32566-2947

**ARTICLE X**

**BY-LAWS**

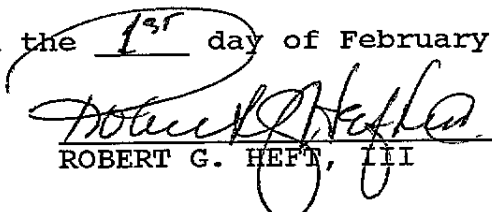
The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI**

**SECTION 1244 STOCK**

It is the intent of this charter that the Directors may sell the capital stock of the corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 1<sup>st</sup> day of February, 2001.

  
\_\_\_\_\_  
ROBERT G. HEFT, III

STATE OF FLORIDA  
COUNTY OF OKALOOSA

THE FOREGOING INSTRUMENT was acknowledged before me this 1<sup>ST</sup>  
day of February, 2001, by ROBERT G. HEFT, III, who is personally  
known to me or who has produced \_\_\_\_\_  
as identification.

WITNESS my hand and official seal this 1<sup>ST</sup> day of February,  
2001.


Marcia Sarampa  
NOTARY PUBLIC  
My commission expires:



Marcia Sarampa  
MY COMMISSION # CC757890 EXPIRES  
June 19, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

ROBERT G. HEFT, III, named as Registered Agent in the foregoing Articles of Incorporation, accepts the appointment as Registered Agent and acknowledges that he is familiar with, and accepts, the obligations provided for in § 607.0505 Fla. Stat. (1999).

  
\_\_\_\_\_  
ROBERT G. HEFT, III

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