LAW OFFICE OF

#### LAWRENCE J. BERNARD

ATTORNEY AT LAW 1403 DUNN AVENUE, SUITE 20 JACKSONVILLE, FL 32218

LAWRENCE J. BERNARD JOSEPH B. SHACTER

(904) 751-6980 FAX (904) 751-6983 REAL PROPERTY **PROBATE** 

Secretary of State The Capitol Tallahassee, Florida 32314

Attn: Division of Corporations

effeative date

Re: Articles of Incorporation for Island Creek Outpost, Inc., a Florida corporation

Dear Sir or Madam:

Enclosed please find the original and one copy of the above referenced Articles which are enclosed for filing with your office. I have also enclosed my firm check in the amount of \$70.00 to pay for your services.

Thank you for your assistance in this matter.

Very sincerely,

Lawrence J. Bernard

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Enclosures

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AUTHORIZATION BY PHONE TO

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# ARTICLES OF INCORPORATION OF ISLAND CREEK OUTPOST, INC., a Florida corporation

I, the undersigned, do hereby make form a corporation, and for such purpose I hereby make, execute and adopt the following Articles of Incorporation.

## ARTICLE ONE NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation shall be: ISLAND CREEK OUTPOST, INC., a Florida corporation. The address of the principal office of the corporation is: 316 S. Fletcher Avenue, Fernandina Beach,, Florida 32034.

### ARTICLE TWO - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

## **ARTICLE THREE - DURATION**

The term for which this corporation shall exist shall be perpetual commencing on FEBRUARY 1, 2001

## ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares at One Dollar (\$1.00) par value common stock.

## **ARTICLE FIVE - INCORPORATORS**

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

Scott R. Jensen 316 S. Fletcher Avenue Fernandina Beach, Florida 32034

#### ARTICLE SIX - BY-LAWS

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

#### ARTICLE SEVEN - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite his or her name:

NAME SHARES

Scott R. Jensen 100 shares

Shares held by the initial shareholders and subsequent shareholders may not be sold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. Further, the remaining shareholders must first issue their written approval of the prospective buyer as a contingency to the sale of such stock being consummated. The price and terms of which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

#### **ARTICLE EIGHT - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

## ARTICLE NINE INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 316 S. Fletcher Avenue, Fernandina Beach, Florida 32034 and the name of the initial registered agent of this corporation at this address is Scott R. Jensen.

## ARTICLE TEN INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be more than ten. The name and address of the initial director of this corporation is:

Scott R. Jensen 314 S. Fletcher Avenue Fernandina Beach, Florida 32034

#### ARTICLE ELEVEN - OFFICERS

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President/Director Secretary/Treasurer Scott R. Jensen 316 S. Fletcher Avenue Fernandina Beach, Florida 32034

## ARTICLE TWELVE SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

#### ARTICLE THIRTEEN - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

#### ARTICLE FOURTEEN - AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 26th day of January , 2001.
Scott R. Jensen
STATE OF FLORIDA
COUNTY OF DUVAL
The foregoing instrument was sworn to and subscribed before me this

LAWRENCE J. BERNARD
MY COMMISSION # CC 715443
EXPIRES: April 30, 2002
Bended Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: First, that ISLAND CREEK OUTPOST, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Fernandina Beach, County of Nassau, State of Florida, has named Scott R. Jensen, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping office open.

Scott R. Jensen

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