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TRANSMITTAL LETTER

FILED

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

01 MAR 12 PM 4:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: FOXTROT MARKETING, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Karen Santangelo
Name (Printed or typed)

5208 Mercer Univ. Dr
Address

700003831747--8
-03/12/01--01142--005
*****78.75 *****78.75

MACON, GA 31210
City, State & Zip

478 474 6790
Daytime Telephone number

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

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(6)

ARTICLES OF INCORPORATION

OF

FOXTROT MARKETING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The Name of the corporation is FOXTROT MARKETING, INC.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of selling diving, marine supply and dive travel and any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares of capital stock for no par value. The holders of the outstanding capital stock shall be entitled to receive , when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is located in Dade County, Florida, and the address is 402 SE 1st Avenue, Florida City, FL 33034. The name of the initial registered agent is Richard H McNatt at 402 SE 1st Avenue, Florida City, FL 33034.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of one (1) member who need not be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard H McNatt	5208 Mercer University Dr Macon, GA 31210

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard H McNatt	5208 Mercer University Dr Macon, GA 31210

ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than three-fourths (3/4) vote of the common stock.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of the corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE XI - CUMULATIVE VOTING

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or Vice President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholder's meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Macon, Bibb County, Georgia, on this _____ day of _____, 2001.

Richard H. McNatt

Richard H McNatt

Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and 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.

Richard H. McNatt

Richard H McNatt

Registered Agent

STATE OF GEORGIA)

COUNTY OF BIBB)

BEFORE ME, the undersigned authority, personally appeared RICHARD H. MCNATT, who is well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Macon, Bibb County, Georgia, this 6th day of March, 2001.


Notary Public - State of Georgia

My Commission Expires:

