

ALBERT J. STOPKA, III, P.A.

ATTORNEY AT LAW

P. O. Box 300

108 MOSLEY DRIVE

LYNN HAVEN, FL 32444

TELEPHONE: (850) 785-6600

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April 4, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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04/05/01-01103-001
*****78.75 *****78.75

RE: A & D PROPERTIES, INC.
Our File No. 391.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation and Acceptance of Designation of Registered Agent on the above referenced corporation.

We have also enclosed our firm's check no. 2950 in the amount of \$78.75 for payment of the following costs:

Filing Fees	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	<u>\$ 8.75</u>
	\$78.75

Please file these Articles upon receipt and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to give me a call.

Sincerely,

ALBERT J. STOPKA, III, P.A.

Albert J. Stopka, III

AJS/dk
Enclosure(s)

G. BULLOCK APR 23 2001

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W1-7048
75
(16)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 10, 2001

ALBERT J. STOPKA, III, P.A.
P.O. BOX 300
108 MOSLEY DR
LYNN HAVEN, FL 32444

SUBJECT: A & D PROPERTIES, INC.
Ref. Number: W0100008048

We have received your document for A & D PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 601A00021236

ARTICLES OF INCORPORATION

OF

A & D PROPERTIES OF BAY COUNTY, INC.

FILED

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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 AND ADDRESS

The name of this corporation is A & D PROPERTIES OF BAY COUNTY, INC., and the street address of the initial principal office is 126 Fairway Blvd., Panama City Beach, Florida 32407 and its mailing address is 126 Fairway Blvd., Panama City Beach, Florida 32407.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is Albert J. Stopka, III, whose street address is 108 Mosley Drive, Lynn Haven, Florida 32444.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - INDEMNIFICATION

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

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is Mark Davis,
whose address is 126 Fairway Blvd., Panama City Beach, Florida
32407.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 14th day of
April, 2001.

Mark Davis
Mark Davis

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of A & D PROPERTIES OF BAY
COUNTY, INC. was acknowledged before me this 14th day of April,
2001, by Mark Davis, who: (notary **must** check applicable box)

- ☒ is personally known to me.
☒ produced a current Florida driver's license as identification.
☐ produced _____ as identification.

(SEAL)



Mary Boyd
MARY BOYD
(Print Name)
Notary Public
Commission # _____
My Commission Expires: _____

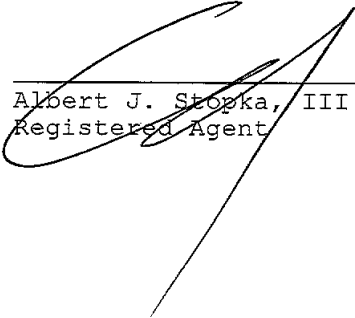
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

A & D PROPERTIES OF BAY COUNTY, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 14th day of April, 2001.


Albert J. Stopka, III
Registered Agent

01 APR 20 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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