# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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	Art of Inc. File
	LTD Partnership File  Foreign Corp. File
	L.C. File
	Trade/Service Mark  Merger File  Art. of Amend File
	Art. of Amend. File  RA Resignation  Dissolution / Withdrawal
	Annual Report / Reinstatement  Cert. Copy  Photo Copy  Photo Copy  The statement The s
	Photo Copy  Certificate of Good Standing G  Certificate of Status
	Certificate of Fictitious Name $\stackrel{\sim}{\sim}$ Corp Record Search
	Officer Search  Fictitious Search
Signature	Fictitious Owner Search  Vehicle Search
Requested by 9!18	Driving Record  UCC 1 or 3 File  UCC 11 Search
Name Date Time  Walk-In Will Pick Up  Walk-In Will Pick Up	UCC 11 Retrieval

#### ARTICLES OF INCORPORATION

OF

DANALLI CHARTERS, INC.

02 APR 19 PM 2: 30 SECRETARY OF STATE TALLAHASSEE, FLORID

ARTICLE I NAME

The name of this corporation is DANALLI CHARTERS, INC..

### ARTICLE II DURATION

This corporation shall have a perpetual existence commencing upon the filing hereof as provided by Florida Statutes, of these Articles of Incorporation by the Department of State.

### ARTICLE III PURPOSE

The nature of the business or purposes to be conducted or promoted are: To operate and conduct a charter boat business and doing all activities incidental thereto and associated therewith, and to transact any or all lawful activities or businesses permitted under the laws of the United States and the State of Florida, or any other state, county, or nation.

### ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

### ARTICLE V VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election

of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

#### 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 INITIAL REGISTERED OFFICE AND AGENT

The mailing address and the address of the initial registered principal office of this corporation is 505 Glen Cheek Drive, Cape Canaveral, Florida 32920, and the name of the initial registered agent of this corporation is JOSEPH F. PENOVICH, and his address is 505 Glen Cheek Drive, Cape Canaveral, Florida 32920.

### ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and address of the initial Director of this corporation is:

NAME:

ADDRESS:

JOSEPH F. PENOVICH

505 Glen Cheek Drive

Cape Canaveral, Florida 32920

### ARTICLE IX INCORPORATOR

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

NAME:

ADDRESS:

JOSEPH F. PENOVICH

505 Glen Cheek Drive

Cape Canaveral, Florida 32920

### ARTICLE X BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

### ARTICLE XI APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

### ARTICLE XII COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

## ARTICLE XII INDEMNIFICATION

This corporation shall, to the fullest extent permitted by Florida law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Statute from and against any and all of

the expenses, liabilities, or other matters referred to in or covered by said Statute, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled to under any Bylaw, agreement, vote of stockholders, or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such officer, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

#### ARTICLE XIV AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, 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 18th day of April, 2002.

JOSEPH F. PENOVICH

STATE OF FLORIDA COUNTY OF BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOSEPH F. PENOVICH known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation, and produced a Florida driver's license as identification and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18<sup>th</sup> day of April, 2002.

My Commission Expires:

John J. Kabboord, Jr.
MY COMMISSION # CC830822 EXPIRES
May 11, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

NOTARY PUBLIC:

Sign:

Print:

JOHN J. KABBOORD, JR.

State of Florida at Large

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

DANALLI CHARTERS, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Cape Canaveral, County of Brevard, State of Florida, has named JOSEPH F. PENOVICH as its agent to accept service of process within the State of Florida.

#### **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 provisions of said-Act relative to keeping open said office.

JOSEPH F. PENOVICH