

P020000076199

TRANSMITTAL LETTER

FILED

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



02 JUL -7 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200006193852--6  
-07/03/02--01024--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Avery Marine, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Diana C. Avery  
Name (Printed or typed)

P.O. Box 413  
Address

Sopchoppy, FL 32358  
City, State & Zip

850 - 921 - 4263  
Daytime Telephone number

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

6 BALOCK JUL 12 2002

W 0719503



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 5, 2002

DIANA C. AVERY  
P.O. BOX 413  
SOPCHOPPY, FL 32358

SUBJECT: AVERY MARINE, INC.  
Ref. Number: W02000019503

We have received your document for AVERY MARINE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filing Section

Letter Number: 402A00042268

ARTICLES OF INCORPORATION  
OF  
AVERY MARINE, INC.

---

EFFECTIVE DATE  
6-28-02

FILED  
02 JUL -7 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - NAME**

The name of the Corporation is AVERY MARINE, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2784 Coastal Highway  
Crawfordville, Florida 32327

**ARTICLE III - COMMENCEMENT AND DURATION**

The corporation is to commence its corporation existence on the date of acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV - PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V - STATED CAPITAL**

The corporation is authorized to issue One Thousand (1000) Shares of One Dollar (\$1.00) par value common stock. Each outstanding share, regardless of class shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

## **ARTICLE VI - PREEMPTIVE RIGHTS**

Each shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services, in payment of either corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

## **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation and the name of the initial registered agent of the corporation is H. Jeff Bickerstaff, 1287 Angus Morrison Road, Alligator Point, Florida 32346.

## **ARTICLE VIII - BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the

corporation but shall never be less than one. The names and addresses of the initial directors of the corporation are as follows:

H. Jeff Bickerstaff  
1287 Angus Morrison Road  
Alligator Point, Florida 32346

Roy L. Avery, III  
58 Mathis Road  
Sopchoppy, Florida 32358

#### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify and hold harmless any present or former officer or director, or person exercising the duties of an officer or director at the request of the corporation, to the full extent now or hereafter permitted by law.

#### **ARTICLE X - INCORPORATORS**

The names and addresses of the incorporators to these articles of incorporation are:

H. Jeff Bickerstaff  
1287 Angus Morrison Road  
Alligator Point, Florida 32346

Roy L. Avery, III  
58 Mathis Road  
Sopchoppy, Florida 32358

#### **ARTICLE XI - BYLAWS**

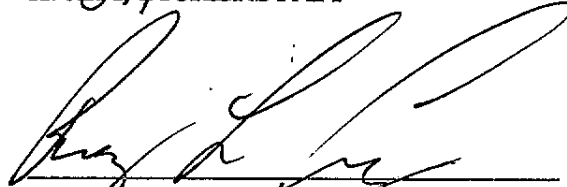
The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

#### **ARTICLE XII - AMENDMENT**

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporators, hereby execute these articles  
of incorporation the 28<sup>th</sup> day of June, 2002.

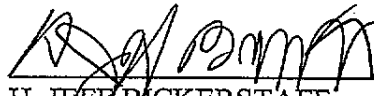
  
H. JEFF BICKERSTAFF

  
ROY L. AVERY, III

**ACCEPTANCE BY REGISTERED AGENT**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in the statement, hereby accepts the appointment as Registered Agent and agrees 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.

DATED this 28<sup>th</sup> day of June, 2002.



H. JEFF BICKERSTAFF  
Registered Agent

**FILED**  
02 JUL - 7 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA