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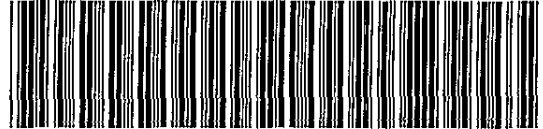
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 SEP 18 PM 1:40

FILED SEP 23

TRANSMITTAL LETTER

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

SUBJECT: SEBASTIAN ADVENTURE CHARTERS, 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: RICHARD MERMER, JR.
Name (Printed or typed)

391 BAYFRONT TERRACE
Address

SEBASTIAN FL 32958
City, State & Zip

(772) 388-0317
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
SEBASTIAN ADVENTURE CHARTERS, INC.**

FILED
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
03 SEP 18 PM 1:40

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I – NAME

The name of the Corporation shall be: SEBASTIAN ADVENTURE CHARTERS, INC.

ARTICLE II – PRINCIPAL OFFICE

The principal office and mailing address of this Corporation shall be: 391 Bayfront Terrace, Sebastian, Florida 32958.

ARTICLE II – PURPOSE OF BUSINESS

The purposes for which the Corporation is organizing are the following:

- A. To engage in providing boat charters and related services,
- B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV – CAPITAL STOCK

The aggregate number of shares, which the Corporation is authorized to issue, is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V – TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI – DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The names and addresses of the initial Directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard Mermer, Jr.	391 Bayfront Terrace Sebastian, Florida 32958

ARTICLE VII – DESIGNATION OF REGISTERED AGENT

The Corporation designates Richard Mermer, Jr. as its registered Agent within the State of Florida, whose registered office is located at the following address:

391 Bayfront Terrace
Sebastian, Florida 32958

ARTICLE VIII – INCORPORATOR

The name and address of each incorporator is Richard Mermer, Jr. of 391 Bayfront Terrace, Sebastian, Florida 32958.

ARTICLE XI – TRANSACTIONS BETWEEN PARTIES

No contract or other transaction between the Corporation and one or more of its directors or officers or any other corporation, firm, association or entity, in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors, or a committee thereof, which authorized, approves, or ratifies such contract or transaction, or because his/her or their votes are counted for such purpose, if:

A. The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or

B. The fact of such relationship or interest is disclosed or made known to the stockholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or

C. The contract or transaction is fair and reasonable to the Corporation at the time it is authorized by the Board, a committee or the stockholders.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof, which authorized, approves or ratifies such contract or transaction.

ARTICLE X – CUMULATIVE VOTING

The principal of cumulative voting shall apply in all elections of Directors of the corporation. Each shareholder entitled to vote shall have votes equal to the number of shares with voting rights held by him/her multiplied by the number of directors to be elected, and each may cast all his votes for any single candidate, or may divide and distribute his votes among any two or more candidates, as he may see fit. Each shareholder may, if he/she desires, cast fewer than all the votes to which he/she is entitled at an election of Directors, but no ballot shall be valid if the total number of votes shown thereon is in excess of the total number of votes to which a shareholder casting such ballot is entitled.

At any such election the candidates receiving the highest number of votes, up to the number of Directors to be chosen, shall be elected, and an absolute majority of the votes cast is not a prerequisite to the election of any candidate to the Board of Directors.

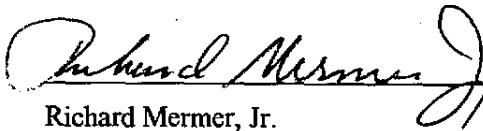
ARTICLES XI – RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the Corporation's Bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

ARTICLE XII – AMENDMENT

The Corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation or any amendment to them and any right conferred upon the Shareholders is subject to this reservation.

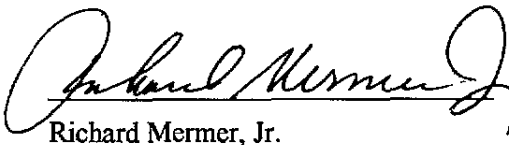
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of September 2003.



Richard Mermer, Jr.

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

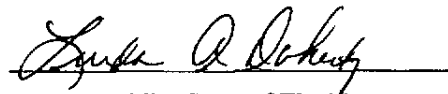
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0501, FLORIDA STATUTES.


Richard Mermer, Jr.

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 15 day of September, 2003, by Richard Mermer, Jr., who is personally known to me or has produced _____ as identification.

SEAL


Notary Public, State of Florida

LINDA A. DOHERTY
Notary Public, State of Florida
My comm. exp. Apr. 18, 2006
Comm. No. DD 110010

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 SEP 18 PM 1:40