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(Requestor's Name)

(Address)

(Address)

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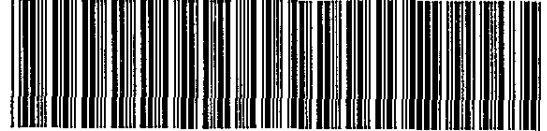
(Business Entity Name)

(Document Number)

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

03 DEC 15 PM 3:19

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**W. WADE WALLACE, P.A.**  
ATTORNEY AND COUNSELOR AT LAW

(850)837-0155  
FAX (850)837-6565

10221 WEST EMERALD COAST PARKWAY SUITE 26  
MIRAMAR BEACH, FLORIDA 32550

December 12, 2003

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

RE: Indemand Charters, Inc.

To whom it may concern:

Enclosed please find a check in the amount of \$78.75, to cover the required filing fees for the enclosed Articles of Incorporation. Upon filing please return a filed copy to this office at your earliest possible convenience.

Should you have any questions with regard to this matter please do not hesitate to contact this office.

Sincerely,

**W. WADE WALLACE, P.A.**



Jodie L. Pitman  
Legal Assistant

/jlp

enclosure

**ARTICLES OF INCORPORATION  
OF  
INDEMAND CHARTERS, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

Name

The name of this corporation is: **Indemand Charters, Inc.**

**ARTICLE II**

Duration

This corporation shall exist perpetually.

**ARTICLE III**

Corporate Purpose

This corporation is organized to transact any lawful business for which the corporation may be incorporated pursuant to Chapter 607, Florida Statutes, or any other applicable laws of the State of Florida.

**ARTICLE IV**

Principal Office/Mailing Address

The street address of the initial principal office and mailing address is: 544 Sibert Avenue, Destin, FL 32541.

**ARTICLE V**

Capital Stock

This corporation is authorized to issue Two Thousand (2000) shares of One Dollar (\$1.00) par value common stock.

**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**

Stockholder and Corporation Option to Purchase Stock

In case a shareholder desires to sell his shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the shareholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

**FILED**  
03 DEC 15 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VIII**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 544 Sibert Avenue, Destin, FL 32541; the name of the initial registered agent of this corporation at that address is: David W. Gates.

**ARTICLE IX**

**Board of Directors**

This corporation shall have two (2) directors. The number of directors may be either increased or diminished from time to time by the By-laws.

**ARTICLE X**

**Officers**

The corporation shall have the following officers; President and Secretary, who shall be elected by a majority vote of the directors.

**ARTICLE XI**

**Incorporators**

The name and address of the incorporator is: David W. Gates at 544 Sibert Avenue, Destin, FL 32541.

**ARTICLE XII**

**Action by Directors Without a Meeting**

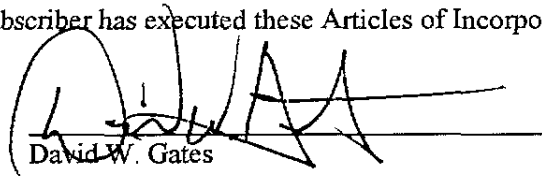
The directors of this corporation may take action by written consent, as provided by law.

**ARTICLE XIII**

**Amendment**

This corporation reserves the right to amend or repeal any article hereto or amendment thereof, 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 12<sup>th</sup> day of December, 2003.

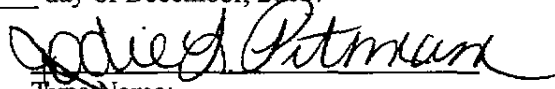
  
David W. Gates

STATE OF FLORIDA  
COUNTY OF WALTON

The forgoing instrument was acknowledged before me this 12<sup>th</sup> day of December, 2003, by David W. Gates, () who is personally known to me or () who produced the following as identification:

WITNESS my hand and seal this 12<sup>th</sup> day of December, 2003.

Affix Seal:

  
Type Name: \_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:



Jodie L. Pitman  
MY COMMISSION # DD059099 EXPIRES  
September 21, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

FIRST – That **Indemand Charters, Inc.**, with its principal place of business at 544 Sibert Avenue, Destin, FL 32541, has named **David W. Gates**, located at 544 Sibert Avenue, Destin, FL 32541, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, 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.

Date:

12/12/03

  
David W. Gates