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TALLAHASSEE, FLORIDA
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TRANSMITTAL LETTER

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

SUBJECT: Sid-Craft Boats, 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: Leonard Paul Lupton
Name (Printed or typed)

7275 Waelti Drive Bay #4
Address

Melbourne, FL 32940
City, State & Zip

321-693-1198
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
SID-CRAFT BOATS, INC.
(A Florida C Corporation)**

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ARTICLE I: The undersigned Leonard Paul Lupton, whose Post Office address is 2840 Caribbean Isle Boulevard, Apartment 214, Melbourne, Florida 32935. A resident of the state of Florida, over eighteen (18) years of age, does hereby constitute himself an incorporator with the purpose of forming a C Corporation under and pursuant to Chapter 607 and 621 Florida Statutes. The name of the Corporation (which hereinafter) called the "Corporation" **SID-CRAFT BOATS, INC.**

ARTICLE II: The address of the principal office and mailing address of the Corporation is 7275 Waeliti Drive, Bay #4, Melbourne, Florida 32940.

ARTICLE III: The purposes for which the Corporation is formed are as follows: To engage in the fabrication of boats. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation. To carry on any other types of business or trades allowable by law. The Corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges granted to, or conferred upon, corporations of a similar character by the Chapter 607 and 621 Florida Statutes now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

ARTICLE IV: The total number of shares of stock of all classes which the Corporation has authority to issue is 10,000 shares of Common Stock with one dollar (\$1.00) per value per share, for an aggregate par value of \$10,000.

ARTICLE V: The Corporation elects to have no Board of Directors. Until the election to have no Board of Directors becomes effective, there shall be one (1) director, whose name is Leonard Paul Lupton. The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

- (a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of shares of stock of the Corporation, with or without par value, for any class, for such considerations as the Board of Directors, may deem advisable, irrespective of the value or amount of such restrictions, if any, as maybe set forth in the By-Laws of the Corporation.
- (b) No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that one or more of the Directors and/or Officers of this Corporation is or are interested in, or is a director or officer, or are directors or officers, of any such other corporation, and any director or directors, officer or officers, individually or jointly, may be a part or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested, and each and every person who is or may become a director and/or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

- (c) The Corporation may enter into Agreements with any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith: provided however, such agreement be filed the Corporation, and referenced thereto be placed upon the Certificates of Stock.
- (d) The Board of Directors shall have the power from time to time, to fix, to determine and to vary the amount of working capital of the Corporation and to determine what part of the surplus and retained earnings of the Corporation, if any, or of the net profits of the Corporation, if any, shall be declared as dividends and paid in cash, in kind or in any combination thereof, to the stockholders.
- (e) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine and at such price as the Board of Directors in its discretion may fix.
- (f) Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the Corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon, unless prohibited Chapter 607 and 621 Florida Statutes.
- (g) The Corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights as expressly set forth in its charter, or any outstanding stock.
- (h) The Corporation reserves the right to enter into a licensing agreement with Leonard Paul Lupton whose Post Office address is 2840 Caribbean Isle Boulevard, Apartment 214, Melbourne, Florida 32935 for the Trademark Principal Register, SID-CRAFT, SN 74/487818, Registration Number 1951823, Registered January 23, 1996 and renewed under Section 8 of the Trademark Act, 15 U.S.C. Section 1058 (a) (1) for classes(es) 012 on August 29, 2002.

ARTICLE VI: The name and Post Office address of the Resident Agent of the Corporation in this State is Leonard Paul Lupton of 2840 Caribbean Isle Boulevard, Apartment 214, Melbourne, Florida 32935, an individual residing in this State.

ARTICLE VII: The name and Post Office address of the Incorporator is Leonard Paul Lupton of 2840 Caribbean Isle Boulevard, Apartment 214, Melbourne, Florida 32935, an individual residing in this State.

ARTICLE VIII: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, this 21st day of January 2004, and I acknowledge the same to be my act.

SIGNATURE OF INCORPORATOR (S):



LEONARD PAUL LUPTON

Print Name

I hereby consent to my designation in this account as resident agent for this corporation.

SIGNATURE OF RESIDENT AGENT LISTED IN ARTICLE VI:

Leonard Paul Lupton

WITNESS:

Sherril L. Bradley



I hereby consent to act as resident agent in Florida for the entity named in the attached instrument.

Signature

Leonard Paul Lupton

LEONARD PAUL LUPTON

Print Name

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TALLAHASSEE, FLORIDA
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