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04 SEP 27 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Jeffery D. Toney Esquire

Post Office Box 46  
Shalimar, Florida 32579-0046  
(850) 862-3279  
Fax: (850) 862-6327

September 20, 2003

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**ATTN: MS. CYNTHIA BLAYLOCK**

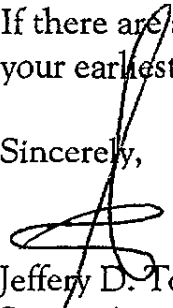
**Subject: TRI-STATE BEACHIN, LLC.**

Dear Ms. Blaylock:

Enclosed please find an amended original and one copy of the Articles of Organization for TRI-STATE BEACHIN, LLC,. Attached, please find a copy of a check previously forwarded in the amount of \$125.00 for filing. If These documents meet your specifications please return to me the Certificate of Incorporation to further expedite this matter.

If there are any question I can be reached at (850) 862-3279. Please advise me at your earliest. I remain,

Sincerely,



Jeffery D. Toney  
Senior Attorney



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 14, 2004

JEFFERY D. TONEY, ESQ.  
P.O. BOX 46  
SHALIMAR, FL 32579-0046

SUBJECT: EMERSON ENTERPRISE, INCORPORATED  
Ref. Number: W04000034243

We have received your document for EMERSON ENTERPRISE, INCORPORATED and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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 Filings Section

Letter Number: 004A00054698

APPROVED  
AND  
FILED

04 SEP 27 AM 9:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

FOR

### EDNA EMERSON ENTERPRISE, INCORPORATED

#### Article I.

##### Corporate Name

The name of this corporation is EDNA EMERSON ENTERPRISE, INCORPORATED.

#### Article II.

##### Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

#### Article III.

##### Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of One Dollar (\$1.00) per share.

#### Article IV.

##### Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

#### Article V.

##### Pre-Emptive 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 the issuance of fractional shares) at the price at which it is offered to others.

#### **Article VI.**

##### **Registered Agent and Initial Registered and Principal Office**

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be:

**EDNA EMERSON  
260 South Lorraine Drive,  
Mary Esther Florida, 32569.**

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

#### **Article VII.**

##### **Board of Directors**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

#### **Article VIII.**

##### **Initial Director**

The name of the initial director of this Corporation and his street address is:

**EDNA EMERSON  
260 South Lorraine Drive,  
Mary Esther Florida, 32569.**

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### **Article IX.**

##### **Incorporator**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is: **EDNA EMERSON  
260 South Lorraine Drive,  
Mary Esther Florida, 32569.**

#### **Article X.**

##### **Cumulative Voting**

Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

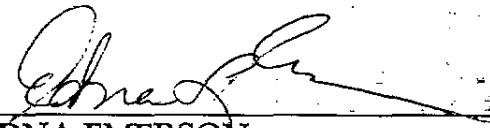
#### **Article XI.**

##### **Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written

statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 20 day of September, 2004.

  
EDNA EMERSON

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 20 day of September, 2004, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared EDNA EMERSON who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his/her free act and deed for the uses and purposes herein mentioned.

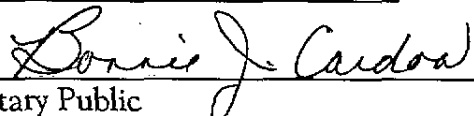
SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

       To me personally known

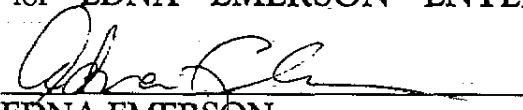
X Identified by Driver's License Number E562-207-70-745-0  
issued by the State of Florida



BONNIE J. CARDOW  
MY COMMISSION # DD 098168  
EXPIRES: April 29, 2006  
Bonded Thru Budget Notary Services

  
Notary Public  
Typed Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

I, EDNA EMERSON, am hereby familiar with and accept the duties and responsibilities as Registered Agent for EDNA EMERSON ENTERPRISE, INCORPORATED.

  
EDNA EMERSON,  
Registered Agent