

P04000154606

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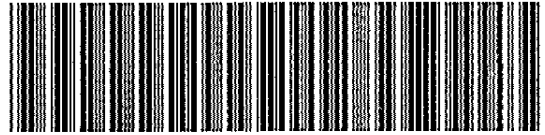
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04/04/05--01034--012 **43.75

gk ama



SIMPSON PAULL, P.L.

ATTORNEYS AT LAW

Kurt Andrew Simpson
Diane Lynn Paull*
*Also admitted in Michigan

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March 31, 2005

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

RE: Blue Pacific, Inc.
Document No. P04000154606

To Whom It May Concern:

I am enclosing herewith the original and one (1) copy of the Amended Articles of Incorporation relative to the above-referenced Florida Corporation. Additionally, enclosed is my Firm's check #10888 in the amount of \$43.75. Kindly file the Amended Articles of Incorporation and return a certified copy to my office.

Thank you for your every assistance in this matter.

Sincerely yours,

SIMPSON PAULL, P.L.

DIANE L. PAULL, ESQUIRE

DLP/kas

Enclosures: Amended Articles of Incorporation
Check #10888

AMENDED
ARTICLES OF INCORPORATION

OF
BLUE PACIFIC INC.

FILED
05 APR -4 PM 6:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this Corporation is BLUE PACIFIC INC and its principal place of business shall be located at 1020 Meadow View Lane, St. Augustine, Florida 32092.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue TWO THOUSAND (2,000) shares of common stock at ONE DOLLAR (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3500 South Third Street, Jacksonville Beach, Florida, 32250; the name and address of the Corporation's initial Registered Agent is Diane L. Paull, Esquire, 3500 South Third Street, Jacksonville Beach, Florida 32250.

ARTICLE VII - DIRECTORS

Initially, this Corporation shall have three (3) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter, this Corporation

shall have no less than one (1) Director constituting the Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
1. James Winter	1020 Meadow View Lane St. Augustine, Florida 32092
2. Ted PanGan	1715 Hodges Boulevard, Apt. #1503 Jacksonville, Florida 32224
3. Tri Minh Le	1969 Glenn Field Crossing Court St. Augustine, Florida 32092

ARTICLE VIII - OFFICERS

The names and addresses of the initial Officers of the Corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President and Treasurer: James Winter	1020 Meadow View Lane St. Augustine, Florida 32092
Vice President: Tri Minh Le	1969 Glenn Field Crossing Court St. Augustine, Florida 32092
Secretary: Ted PanGan	1715 Hodges Boulevard, Apt. #1503 Jacksonville, Florida 32224

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
James Winter	1020 Meadow View Lane St. Augustine, Florida 32092

ARTICLE X - INDEMNIFICATION

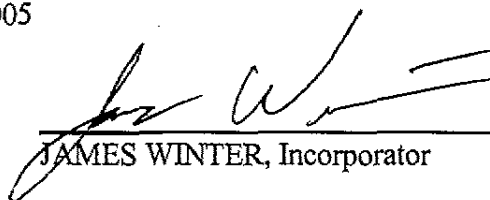
The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided Florida Statutes §607.0831.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: Feb 24, 2005

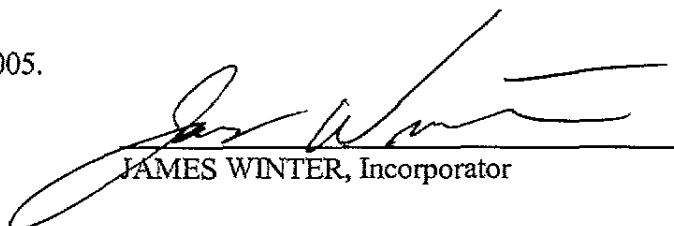

JAMES WINTER, Incorporator

CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that *BLUE PACIFIC, INC.*, desiring to organize or qualify under the laws of the State of Florida, has named DIANE L. PAULL, ESQUIRE, located at 3500 South Third Street, Jacksonville Beach, Florida, 32250, as its Registered Agent to accept service of process within Florida.

Dated: Feb 24, 2005.


JAMES WINTER, Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as Registered Agent and 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. 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: 3/1, 2005

By Diane L. Paull
DIANE L. PAULL, ESQUIRE