

POS 000107363

SEANOTE MARINE, INC.
201 S. FLAGLER AVENUE
FLAGLER BEACH, FL 32136

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

SEANOTE MARINE, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

MAILING ADDRESS: 201 S. FLAGLER AVENUE, FLAGLER BEACH, FL 32136

BUSINESS ADDRESS: 201 S. FLAGLER AVENUE, FLAGLER BEACH, FL 32136

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100 SHARES AUTHORIZED

ARTICLE IV ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

BENJAMIN SAVY
25 PINE CONE DRIVE, SUITE 2A
PALM COAST, FL 32164

ARTICLE V: INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS(ARE):

EDWARD VAN SLYKE
201 S. FLAGLER AVENUE
FLAGLER BEACH, FL 32136

ARTICLE VI: PURPOSES OF THE CORPORATION

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PURPOSE: TO MANUFACTURE, PRODUCE, PURCHASE OR OTHERWISE ACQUIRE, SELL, IMPORT, EXPORT, **2013 AUG -1 P 9:08**
DISTRIBUTE AND DEAL IN GOODS, WARES, SERVICES, MERCHANDISE AND MATERIALS OF ANY KIND AND
DESCRIPTION. THE FOREGOING PURPOSES AND ACTIVITIES WILL BE INTERPRETED AS EXAMPLES ONLY
AND NOT AS LIMITATIONS, AND NOTHING THEREIN SHALL BE DEEMED AS PROHIBITING THE
CORPORATION FROM EXTENDING ITS ACTIVITIES TO ANY RELATED OR OTHERWISE PERMISSIBLE
TALLAHASSEE, FLORIDA
LAWFUL BUSINESS PURPOSES WHICH MAY BECOME NECESSARY, PROFITABLE OR DESIRABLE FOR THE
FURTHERANCE OF THE CORPORATE OBJECTIVES EXPRESSED ABOVE.

ARTICLE VII: BOARD OF DIRECTORS

THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY ITS BOARD OF DIRECTORS. THE
NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE FIXED BY THE BOARD OF DIRECTORS, BUT IN NO
EVENT SHALL BE LESS THAN ONE. MEMBERS OF THE BOARD OF DIRECTORS MAY OR MAY NOT BE
SHAREHOLDERS, OFFICERS OR EMPLOYEES OF THE CORPORATION.

ARTICLE VIII: OFFICERS

THE OFFICERS OF THE CORPORATION SHALL BE A PRESIDENT, ONE OR MORE VICE PRESIDENTS, A
SECRETARY AND A TREASURER, EACH OF WHOM SHALL BE ELECTED BY THE BOARD OF DIRECTORS.
SUCH OTHER OFFICERS AND ASSISTANT OFFICERS AS MAY BE DEEMED NECESSARY MAY BE ELECTED OR
APPOINTED BY THE BOARD OF DIRECTORS, INCLUDING A CHAIRMAN OF THE BOARD. IN ITS DISCRETION,
THE BOARD OF DIRECTORS MAY LEAVE UNFILLED FOR ANY SUCH PERIOD AS IT MAY DETERMINE ANY
OFFICE EXCEPT THOSE OF PRESIDENT AND SECRETARY. ANY TWO OR MORE OFFICES MAY BE HELD BY
THE SAME PERSON. OFFICERS OF THE CORPORATION ARE AS FOLLOWS:

PRESIDENT: GENE SPEAKS, 44 FARRAGUT DRIVE, PALM COAST, FL 32137

VICE-PRESIDENT: EDWARD VAN SLYKE, 13 SMOLLETT PLACE, PALM COAST, FL 32164

ARTICLE IX: INDEMNITY

THE CORPORATION SHALL INDEMNIFY ITS DIRECTORS, OFFICERS AND EMPLOYEES AS FOLLOWS:

(A) EVERY DIRECTOR, OFFICER OR EMPLOYEE OF THE CORPORATION SHALL BE INDEMNIFIED BY THE
CORPORATION AGAINST ALL EXPENSES AND LIABILITIES, INCLUDING COUNSEL FEES, REASONABLY
INCURRED BY OR IMPOSED UPON HIM/HER IN CONNECTION WITH ANY PROCEEDING TO WHICH HE/SHE
MAY BE MADE A PARTY, OR IN WHICH HE/SHE MAY BECOME INVOLVED, BY REASON OF BEING OR
HAVING BEEN A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION OR IS OR WAS
SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE
CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR ENTERPRISE, OR ANY SETTLEMENT THEREOF,
WHETHER OR NOT HE/SHE IS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT AT THE TIME SUCH EXPENSES
ARE INCURRED, EXCEPT IN SUCH CASES WHEREIN THE DIRECTOR, OFFICER OR EMPLOYEE IS ADJUDGED
GUILTY OF WILLFUL MISFEASANCE OR MALFEASANCE IN THE PERFORMANCE OF HIS/HER DUTIES;
PROVIDED THAT IN THE EVENT OF A SETTLEMENT THE INDEMNIFICATION HEREIN SHALL APPLY ONLY
WHEN THE BOARD OF DIRECTORS APPROVES SUCH SETTLEMENT AND REIMBURSEMENT AS BEING FOR
THE BEST INTERESTS OF THE CORPORATION.

(B) THE CORPORATION SHALL PROVIDE TO ANY PERSON WHO IS OR WAS A DIRECTOR, OFFICER,
EMPLOYEE OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AS THE REQUEST OF THE
CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION, PARTNERSHIP,
JOINT VENTURE, TRUST OR ENTERPRISE, THE INDEMNITY AGAINST EXPENSES OF SUIT, LITIGATION OR
OTHER PROCEEDINGS WHICH IS SPECIFICALLY PERMISSIBLE UNDER APPLICABLE LAW.

(C) THE BOARD OF DIRECTORS MAY, IN ITS DISCRETION, DIRECTS THE PURCHASE OF LIABILITY
INSURANCE BY WAY OF IMPLEMENTING THE PROVISIONS OF THIS ARTICLE.

ARTICLE X:
CONTRACTS, LOANS, CHECKS, AND DEPOSITS

SECTION 1. CONTRACTS. THE BOARD OF DIRECTORS MAY AUTHORIZE ANY OFFICER OR OFFICERS, AGENT OR AGENTS, TO ENTER INTO ANY CONTRACT OR EXECUTE AND DELIVER ANY INSTRUMENT IN THE NAME OF AND ON BEHALF OF THE CORPORATION, AND SUCH AUTHORITY MAY BE GENERAL OR CONFINED TO SPECIFIC INSTANCES.

SECTION 2. LOANS. NO LOANS SHALL BE CONTRACTED ON BEHALF OF THE CORPORATION AND NO EVIDENCES OF INDEBTEDNESS SHALL BE ISSUED IN ITS NAME UNLESS AUTHORIZED BY A RESOLUTION OF THE BOARD OF DIRECTORS. SUCH AUTHORITY MAY BE GENERAL OR CONFINED TO SPECIFIC INSTANCES.

SECTION 3. CHECKS, DRAFTS, ETC. ALL CHECKS, DRAFTS OR OTHER ORDERS FOR THE PAYMENT OF MONEY, NOTES OR OTHER EVIDENCES OF INDEBTEDNESS ISSUED IN THE NAME OF THE CORPORATION, SHALL BE SIGNED BY SUCH OFFICER OR OFFICERS, AGENT OR AGENTS OF THE CORPORATION AND IN SUCH MANNER AS SHALL FROM TIME TO TIME BE DETERMINED BY RESOLUTION OF THE BOARD OF DIRECTORS.

SECTION 4. DEPOSITS. ALL FUNDS OF THE CORPORATION NOT OTHERWISE EMPLOYED SHALL BE DEPOSITED FROM TIME TO TIME TO THE CREDIT OF THE CORPORATION IN SUCH BANKS, TRUST COMPANIES OR OTHER DEPOSITORIES AS THE BOARD OF DIRECTORS MAY SELECT.

ARTICLE XI: EFFECTIVE DATE

THE EFFECTIVE DATE OF THIS CORPORATION SHALL BE JULY 28, 2005.

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS 28TH DAY OF JULY, 2005.

(AN ADDITIONAL ARTICLE MUST BE ADDED IF AN EFFECTIVE DATE IS REQUESTED.)


SIGNATURE (EDWARD VAN SLYKE)

SIGNATURE

SIGNATURE

NOTARIZATION IS NOT REQUIRED

NOTE: AFFIXING AN OFFICER TITLE AFTER A SIGNATURE OF AN INCORPORATOR
DOES NOT CONSTITUTE THE DESIGNATION OF OFFICERS.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT /REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: SEANOTE MARINE, INC.
201 S. FLAGLER AVENUE
FLAGLER BEACH, FL 32136

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

BENJAMIN SAVY
(NAME)
25 PINE CONE DRIVE, SUITE 2A
(P. O. BOX OR MAIL DROP BOX NOT ACCEPTABLE)
PALM COAST, FL 32164
(CITY/STATE/ZIP)

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
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.


(SIGNATURE)

28TH DAY OF JULY, 2005
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327 TALLAHASSEE, FL 32314