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SMITH GAMBRELL AND RUSSELL

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Ced Da Dread Bail Bonds at the Beach, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
CED DA DREAD BAIL BONDS AT THE BEACH, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**Article I**

**Name**

The name of the corporation shall be Ced Da Dread Bail Bonds at the Beach, Inc. The principal office and mailing address of the corporation is 2411 Rogero Road, Jacksonville, Florida 32211.

**Article II**

**Duration**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**Article III**

**Nature of Business**

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

**Article IV**

**Capital Stock**

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

(d) **Restrictions on Transfer of Stock.** The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

## Article V

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 50 North Laura Street, Suite 2800, Jacksonville, Florida 32202 and the name of the initial registered agent of this corporation at that address is Steven E. Brust.

## Article VI

### Directors

(a) Number. This corporation shall have two (2) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than two (2).

(b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Cedric D. Oden	2411 Rogero Road Jacksonville, Florida 32211
Wendell C. Riley	2411 Rogero Road Jacksonville, Florida 32211

(c) Compensation. The directors of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## Article VII

### Bylaws

The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

Article VIII

Incorporator

The name and address of the incorporator of this corporation is:

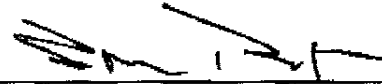
Steven E. Brust  
50 N. Laura Street, Suite 2600  
Jacksonville, Florida 32202

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 19<sup>th</sup> day of June, 2006.



Steven E. Brust, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE STATED CORPORATION, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND I FURTHER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.



Steven E. Brust

Dated: June 19<sup>th</sup>, 2006

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