

P060000094917

Ricky Stevenson  
(Requestor's Name)

2742 Douglas Rd.  
(Address)

Panama City, FLA. 32405  
(Address)

1-850-271-3788

(City/State/Zip/Phone #)

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GRASS Stone GROUP Inc  
(Business Entity Name)

(Document Number)

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T. Hampton JUL 19 2006

**EFFECTIVE DATE**  
07/14/2006

**ARTICLES OF INCORPORATION  
OF  
GRASSTONE GROUP, INC.**

**FILED**  
2006 JUL 19 PM 12:08  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**Article I - Name**

The name of this corporation is **GRASSTONE GROUP, INC.**

**Article II - Address**

The mailing address of the principal office of this corporation is 2742 Douglas Road, Panama City, FL 32405.

**Article III - Duration**

This corporation shall exist perpetually commencing on the date of the execution and acknowledgment of these Articles.

**Article IV - Purpose**

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

**Article V - Capital Stock**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation shall be issued as S-Corporation stock in accordance with a plan or plans under the applicable provisions of the Tax Reform Act of 1986.

**Article VI - Preferences, Limitations and  
Relative Rights of Shares of Capital Stock**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

#### **Article VII - Preemptive 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 issuance of fractional shares) at the price at which it is offered to others.

#### **Article VIII - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 2742 Douglas Road, Panama City, FL 32405 and the name of the initial registered resident agent of this corporation at that address is RICKY STEVERSON.

#### **Article IX - Initial Board of Directors and Officers**

This corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are as follows: RICKY STEVERSON, President; LESTER HARRISON, Vice President; MARTY STEVERSON, Secretary and Treasurer, 2742 Douglas Road, Panama City, FL 32405.

#### **Article X - Incorporator**

The name and address of each person signing these Articles is: RICKY STEVERSON, LESTER HARRISON and MARTY STEVERSON, 2742 Douglas Road, Panama City, FL 32405.

#### **Article XI - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### **Article XII - Restrictions on Transfer of Stock**

Shares of capital stock of this corporation shall be issued to the following persons and in the amounts set opposite their names: RICKY STEVERSON – 333.34 SHARES; LESTER HARRISON – 333.33 SHARES and MARTY STEVERSON – 333.33 SHARES.

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall further be specified by written agreement among all of the shareholders and this corporation.

#### **Article XIII - Cumulative Voting**

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

#### **Article XIV - Calling of Special Meetings**

Special meetings of shareholders may be called by a majority of the outstanding shares.

#### **Article XV - Shareholder Quorum and Voting**

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

**Article XVI - Management of  
Corporation by Shareholders**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

**Article XVII - Director Quorum and Voting**

A majority of directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of all of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of all of the remaining directors, shall be the act of the Board of Directors.

**Article XVIII - Meeting by Conference Telephone**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

**Article XIX - Action by Directors Without a Meeting**

The directors of this corporation may take action by written consent, as provided by law.

**Article XX - Indemnification**

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 14<sup>th</sup> day of July, 2006.

RICKY STEVERSON

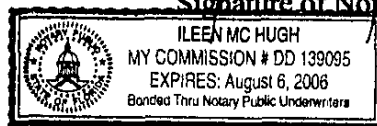
*Ricky Stevers*

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICKY STEVERSON known to me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14<sup>th</sup> day of July, 2006.

Printed name of Notary Public  
My Commission Expires:  
Personally known: ☒  
Produced Identification:



LESTER HARRISON

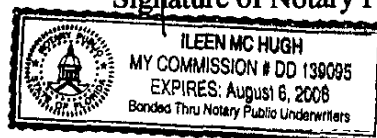
*Lester Harrison*

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LESTER HARRISON known to me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14<sup>th</sup> day of July, 2006.

Printed name of Notary Public  
My Commission Expires:  
Personally known: ☒  
Produced Identification:



MARTY STEVERSON

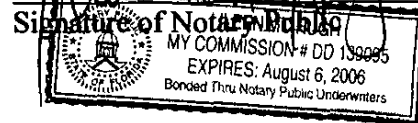
Marty Steversen

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARTY STEVERSON known to me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14th day of July, 2006.

Printed name of Notary Public  
My Commission Expires:  
Personally known: ☒  
Produced Identification:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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

First, that GRASSTONE GROUP, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Panama City, Florida, has named RICKY STEVERSON, 2742 Douglas Road, Panama City, FL 32405 as its agent to accept service of process within Florida.

Ricky Steversen  
RICKY STEVERSON  
Title: President  
Date: 7-14-06

Having been named 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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Ricky Steversen  
RICKY STEVERSON  
Registered Agent  
Date: 7-14-06