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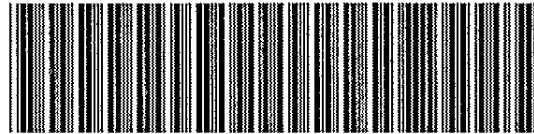
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# GLEN C. ABBOTT

ATTORNEY AT LAW

P.O. Box 2019  
Crystal River, FL 34423

Phone: (352)795-5699  
Fax: (352)795-0432

September 29, 2006

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: BEST PICK ENTERPRISES, INC.

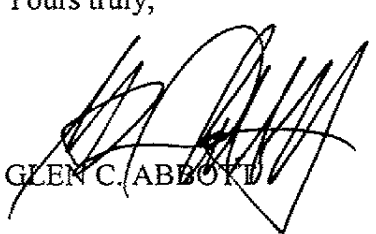
To Whom It May Concern:

Please file the enclosed Articles of Incorporation for Best Pick Enterprises, Inc. and send a certified copy of the Articles after they are filed to this office.

We have enclosed our check in the amount of \$78.75 for the filing fee and cost of the certified copy.

Thank you.

Yours truly,

  
GLEN C. ABBOTT

GCA/nc  
Enc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
BEST PICK ENTERPRISES, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME AND ADDRESS OF CORPORATION**

The name of the corporation is BEST PICK ENTERPRISES, INC. The Corporation shall be referred to in this instrument as "the Corporation"; these Articles of Incorporation as "Articles"; and the By-Laws of the corporation as "By-Laws".

The principal place of business and mailing address for the Corporation is 511 S.W. First Avenue, Crystal River, Florida, 34429.

**ARTICLE II - TERM OF EXISTENCE**

The period of duration of the corporation is perpetual.

**ARTICLE III - PURPOSE**

The purposes for which the corporation is organized are marine industries sales and marketing and all other lawful activities that are not forbidden by the Florida corporation laws or by other laws, or by these Articles of Incorporation.

**ARTICLE IV - AUTHORIZED SHARES**

The number of voting shares that the corporation shall have the authority to issue is One Thousand (1,000) shares of Stock.

**ARTICLE V - INITIAL REGISTERED OFFICE & AGENT**

The street address in Florida of the initial registered office of the corporation is 511 S.W. First Avenue, Crystal River, Florida and the name of the initial registered agent at such address is Adelaide Pickett.

**ARTICLE VI-DIRECTORS**

The Board of Directors of the corporation shall consist of at least one (1) director. The number of directors may be increased from time to time by a vote of the Shareholders of the corporation but shall never be less than one.

The initial Director who will hold office until her successor is elected and

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qualified is Adelaide Pickett, whose address is the same as the corporate address set forth above.

#### ARTICLE VII - INCORPORATOR

The name and address of the initial incorporator is as follows:

NAME	ADDRESS
Adelaide Pickett	511 S.W. First Avenue Crystal River, FL 34429

#### ARTICLE VIII - OFFICERS

The Initial officers of the Corporation are as follows:

President/Treasurer/Secretary	Adelaide Pickett
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#### ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a two-thirds vote of the issued stock.

#### ARTICLE X-NON-RESIDENT DIRECTORS

Directors need not be residents of this state or country or shareholders of this Corporation unless the Articles of Incorporation or Bylaws so require.

#### ARTICLE XI- DIRECTORS AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix the compensation of themselves and all officers and employees unless otherwise provided in these Articles or By-laws.

#### ARTICLE XII-INFORMAL ACTIONS OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### ARTICLE XIII-REMOVAL OF DIRECTORS

At a meeting of voting shareholders called expressly for that purpose, any one

director, or the entire board of directors, may be removed with or without cause, by a vote of the holders of 60 percent of the shares then entitled to vote at an election of directors.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Citrus County, Florida on the 29 day of September 2006.

Adelaide Pickett  
ADELAIDE PICKETT

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for BEST PICK ENTERPRISES, INC., I hereby accept the designation as Registered Agent for said Corporation and agree to act in this capacity.

Dated 9/29/06, 2006

Adelaide Pickett  
ADELAIDE PICKETT

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