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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers FEB 22 2010

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation  
S.W. Florida Marine Specialists, Inc.

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation for the above named, proposed Florida corporation. Also enclosed is a check in the amount of \$78.75 representing payment of the following

Filing Fees	\$35.00
Certified Copy Fee	\$8.75
Registered Agent Fee	<u>\$35.00</u>

TOTAL: \$78.75

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible. Thank you for your cooperation and anticipated prompt attention to this matter.

Very truly yours,  
Alan Rodriguez  
21462 Sheridan Run  
Estero, FL. 33928

Enclosures

**ARTICLES OF INCORPORATION**

**OF**

S.W. Florida Marine Specialists, Inc.

The undersigned, acting hereby as Incorporator of a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**I.**

**CORPORATE NAME**

The name of this corporation shall be:

S.W. Florida Marine Specialists, Inc.

**II.**

**ADDRESS OF PRINCIPAL OFFICE**

The address of the principal office shall be:

9250 College Pkwy, suite 8

Fort Myers, FL. 33919

**III.**

**NATURE OF CORPORATE BUSINESS**

This corporation is organized to have the following purpose:

- A. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.
- B. To engage in any activity necessary or related to the Marine Retail & Service business.

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**IV.**

**CAPITAL STOCK**

- A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock at no par value per share.

**V.**

**DURATION**

The corporation shall have perpetual existence.

**VI.**

**INITIAL REGISTERED AGENT  
AND  
INITIAL REGISTERED OFFICE**

The corporation's initial registered agent and registered office in the State of Florida shall be:

Alan Rodriguez  
21462 Sheridan Run  
Estero, FL. 33928

**VII.**

**INCORPORATOR**

The name and address of the Incorporators are:

Alan Rodriguez  
21462 Sheridan Run  
Estero, FL. 33928

Joseph L. Barch  
1725 SW 18<sup>th</sup> Terrace  
Cape Coral, FL. 33991

#### **VIII.**

##### **BOARD OF DIRECTORS**

The number of directors may be altered from time to time by laws adopted by the stockholders. However, the corporation shall have no less than one (1) director at any time. The name and address of the initial director of this corporation is:

Alan Rodriguez  
21462 Sheridan Run  
Estero, FL. 33928

#### **IX.**

##### **PRE-EMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind of series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at

the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**X.**

**INFORMAL DIRECTOR ACTION**

If all of 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.

**XI.**

**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


**XII.**

**BY-LAW AMENDMENT**

The power to adopt, alter, amend or repeal the by-laws of this corporation shall be vested in the Board of Directors and

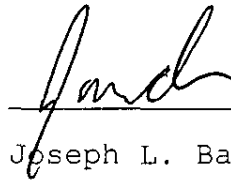
Shareholders, provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation in the State of Florida this 16<sup>TH</sup> Day of February, 2010.



Alan Rodriguez

Incorporator



Joseph L. Barch

Incorporator

**STATE OF FLORIDA**

**COUNTY OF LEE**

BEFORE ME, the undersigned authority, personally appeared Alan Rodriguez & Joseph L. Barch, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at  
Lee County, Florida in said county and state this 16<sup>TH</sup> day of  
February, 2010.



Cynthia G. Fussnecker  
Notary Public

I hereby am familiar with and accept the duties and  
responsibilities as registered agent for said corporation.

Alan Rodriguez

Incorporator / Registered Agent

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