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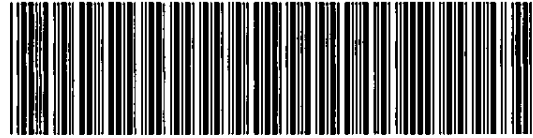
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Ps 12/2/10

**MERCER LAW, P.A.**  
**A T T O R N E Y S**

MATTHEW G. MERCER  
MICHAEL J. PELKOWSKI

2804 N. FIFTH STREET, SUITE 102  
ST. AUGUSTINE, FL 32084

WWW.MERCER-LAW.COM

TEL (904) 824-4949  
FAX (904) 824-4338

November 29, 2010

**VIA FED-EX**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Filing of Articles of Incorporation of North Florida Resort, Inc.

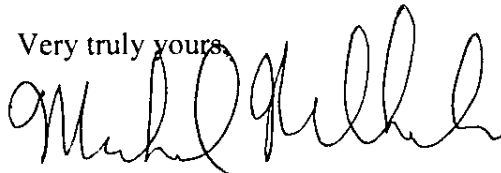
Dear Distinguished Secretary of State:

Enclosed is an original and one copy of the Articles of Incorporation of the above company together with a check for \$70 as the filing fee.

Please kindly return a date-stamp copy of the Articles in the enclosed SASE.

Your cooperation is appreciated.

Very truly yours,



Michael J. Pelkowski

Enclosures: *Original* Articles of Incorporation of North Florida Resort, Inc.  
One *copy* of Articles of Incorporation of North Florida Resort, inc.  
Check No.: 4401

cc: Client (w/o encl.)

## COVER LETTER

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

SUBJECT: North Florida Resort, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: Tom E. Tibbitts

Name (Printed or typed)

10 Ocean Woods Drive W.

Address

St. Augustine, FL 32080

City, State & Zip

904-540-3263

Daytime Telephone number

tet63@comcast.net

E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

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10 NOV 30 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
NORTH FLORIDA RESORT, INC.**

**\*\* \* \* \* \***

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of the state of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

**ARTICLE I. NAME**

The name of this corporation is: NORTH FLORIDA RESORT, INC.

**ARTICLE II. TERM OF EXISTENCE AND FISCAL YEAR**

This corporation shall begin existence on the date of filing of these Articles with the Secretary of State of the state of Florida, and shall have a perpetual existence thereafter. This corporation shall have a fiscal year beginning January 1 of each year.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of the corporation shall be located at: 10 Ocean Woods Drive W., St. Augustine, FL 32080 with any other place of business as may be determined and fixed by the board of directors from time to time.

**ARTICLE IV. PURPOSE**

The corporation shall have perpetual existence for any lawful purpose.

**ARTICLE V. SHARES OF STOCK**

The authorized stock of the corporation shall be 100 shares of common stock without par value, with additional shares that may be issued from time to time only upon a super-majority vote of 76% of the shares then issued and outstanding at a duly noticed meeting of the shareholders. All or any part of the capital stock may be paid for in cash, in property, or in labor

or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be non-assessable.

#### **ARTICLE VI. DIRECTORS AND INITIAL DIRECTORS**

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by a super-majority vote of 76% of the shares of stock outstanding provided that the corporation shall always have at least one director. The shareholders may remove any director from office at any time with or without cause by a super-majority vote of 76% of the outstanding shares of stock. The initial directors of the corporation are:

Edward J. Schneider, 9277 July Lane, St. Augustine, FL 32080.

Tom E. Tibbitts, 10 Ocean Woods Drive W., St. Augustine, FL 32080.

#### **ARTICLE VII. OFFICERS**

The names and post office addresses of the officers of the corporation, who, subject to the provisions of the bylaws and the laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

<u>Office</u>	<u>Name and Post Office Address</u>
President	Edward J. Schneider, 9277 July Lane, St. Augustine, FL 32080.
Vice President	Tom E. Tibbitts, 10 Ocean Woods Drive W., St. Augustine, FL 32080.
Secretary	Tom E. Tibbitts, 10 Ocean Woods Drive W., St. Augustine, FL 32080.
Treasurer	Tom E. Tibbitts, 10 Ocean Woods Drive W., St. Augustine, FL 32080.

#### **ARTICLE VIII. SUBSCRIBERS**

The names and post office addresses of the subscribers to the capital stock of this corporation and the number of shares each agrees to take, are as follows:

<u>Name and Post Office Address</u>	<u>Number of Shares</u>
Edward J. Schneider 9277 July Lane St. Augustine, FL 32080	75 Shares
Tom E. Tibbitts 10 Ocean Woods Drive W. St. Augustine, FL 32080	25 Shares

## **ARTICLE IX. BYLAWS**

(a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the board of directors of this corporation and may be adopted, altered, amended or repealed only by a super-majority vote of 76% of the board.

(b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of the state of Florida or of the United States.

## **ARTICLE X. REGISTERED AGENT**

The street address and name of the initial registered agent is: Mercer Law, P.A., 2804 N. 5<sup>th</sup> Street, Suite 102, St. Augustine, FL 32084.

## **ARTICLE XI. INCORPORATOR**

The name and address of the incorporator subscribing these Articles of Incorporation is:

Edward J. Schneider, 9277 July Lane, St. Augustine, FL 32080.

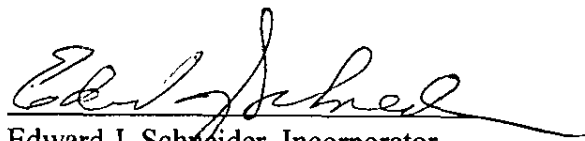
## **ARTICLE XII. RESTRAINT ON ALIENATION**

The shareholders of the corporation shall have the power to include in the bylaws any regulatory or restrictive provisions whatsoever regarding the proposed sale, transfer, pledging, or other disposition of any of the outstanding stock of the corporation by any of its shareholders.

## **ARTICLE XIII. AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of a super-majority of 76% of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

**IN WITNESS WHEREOF**, the undersigned subscribers execute these Articles of Incorporation on this 24<sup>th</sup> day of November 2010.



Edward J. Schneider, Incorporator

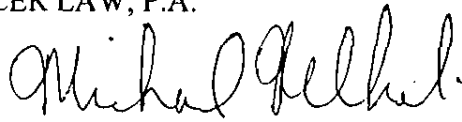
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED 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.

THE MERCER LAW OFFICE,  
A PROFESSIONAL ASSOCIATION D/B/A  
MERCER LAW, P.A.

By:



Michael J. Pelkowski, Esq.  
Registered Agent

Date: November 24, 2010

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TALLAHASSEE, FLORIDA