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To: Division of Corporations  
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From: Account Name : LAW OFFICE OF GARY B LEUCHTMAN  
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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: gbl@leuchtmannlaw.com

FLORIDA PROFIT/NON PROFIT CORPORATION

State Street 747, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

SECRETARY OF STATE  
TALLAHASSEE, FL

2018 AUG 22 AM 10: 14

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**ARTICLES OF INCORPORATION  
OF  
STATE STREET 747, INC.**

I, Gary B. Leuchtman, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE ONE**

The name of the corporation shall be State Street 747, Inc. (the "Corporation")

**ARTICLE TWO**

The principal place of business of the Company shall be 732 Harbor Boulevard, Destin, Florida 32541 or such other place or places as the members from time to time may determine.

**ARTICLE THREE**

The name and address of the initial registered agent of the Corporation and the registered office shall be Gary B. Leuchtman, 921 North Palafox Street, Pensacola, Florida 32501.

**ARTICLE FOUR**

This Corporation is authorized to issue Five Thousand (5,000) shares of common stock, each share of the par value of One Dollar (\$1.00). No shares without nominal or par value shall be issued.

**ARTICLE FIVE**

The Corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

**ARTICLE SIX**

The Corporation is organized for the purpose of transacting any and all lawful business both within and without the State of Florida. Additionally, the general nature of the business to be transacted shall be:

(a) To conduct, maintain, operate, and to do business in any activity within the purpose for which a corporation may be organized under the Florida Business Corporation Act.

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(b) To own real and personal property, and to use, operate, maintain, remodel, improve, and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the Corporation.

(c) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the Corporation, as determined by the Corporation's Board of Directors in their discretion and consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the Corporation, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a Corporation organized under the laws of the State of Florida.

(d) Notwithstanding the foregoing, it is likely that the sole purpose of this Corporation for the foreseeable future will be serving as manager of State Street 747, LLC, a Florida limited liability company and actions ancillary and/or incident thereto.

**ARTICLE SEVEN**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but the number of directors of the corporation shall not be less than two nor more than nine. The names and addresses of the initial directors of this Corporation are as follows:

- |                      |   |
|----------------------|---|
| Clifford Foster, III | 732 Harbor Boulevard<br>Destin, Florida 32541 |
| Mary Celeste Beall   | 360 Joe Pye Lane<br>Walland, Tennessee 37886  |

**ARTICLE EIGHT**

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the share then outstanding at any regular or special meeting of the stockholders upon advance notice given of the changes to be made in accordance with the Bylaws of the corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

**ARTICLE NINE**

The power to adopt, alter, amend, or repeal the Bylaws of the corporation shall rest with the Board of Directors.

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**ARTICLE TEN**

At each election of directors, every shareholder entitled to vote at such elections shall have the right to accumulate his vote 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 principle among any number of such candidates.

**ARTICLE ELEVEN**

Special meetings of the shareholders may be called by the president and secretary of the corporation, jointly, or by the Board of Directors, or by the holders of not less than thirty percent (30%) of the shares then outstanding.

**ARTICLE TWELVE**

At any meeting of the stockholders, sixty percent (60%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting entitled to vote on the subject matters shall be the act of the shareholders.

**ARTICLE THIRTEEN**

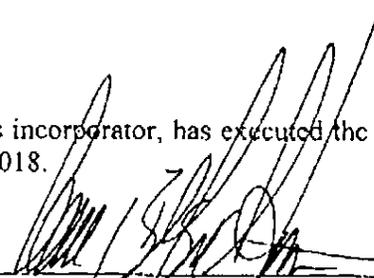
The Corporation shall have all the powers enumerated in the Florida Business Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

**ARTICLE FOURTEEN**

The name and address of the Incorporator is:

Gary B. Leuchtmann  
921 North Palafox Street  
Pensacola, Florida 32501

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 21<sup>st</sup> day of August, 2018.

  
\_\_\_\_\_  
GARY B. LEUCHTMAN

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STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of August, 2018, by Gary B. Leuchtman who is personally known to me or has produced \_\_\_\_\_ as identification.



*[Handwritten Signature]*  
\_\_\_\_\_  
Notary Public

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

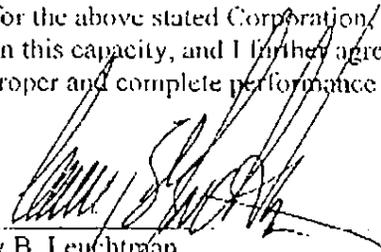
In compliance with Chapter, Florida Statutes, the following is submitted: that State Street 747, Inc. desiring to organize or qualifying under the law of the State of Florida, with its principal place of business at 732 Harbour Boulevard, Destin, Florida 32541, has named Gary B. Leuchtman, whose business address is 921 North Palafox Street, Pensacola, Florida 32501 as its agent to accept service of process within Florida.

*[Handwritten Signature]*  
\_\_\_\_\_  
Gary B. Leuchtman  
Incorporator

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ACCEPTANCE

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.



Gary B. Leuchtman  
Registered Agent

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