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TRANSMITTAL LETTER

FILED
95 JAN -3 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

400001353004
-12/15/94--01003--018
*****70.00 *****70.00

SUBJECT: ANCHOR DOWN, INC.
(Proposed corporate name - must include suffix)

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

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Peter S. Wilson
Name (Printed or typed)

31 Ferrol Road
Address

AUTHORIZATION BY PHONE TO 228

CORRECT Principal of business

DATE 1-3-95

DOC EXAM David Brown

St. Augustine, FL 32095

City, State & Zip

904-824-0622

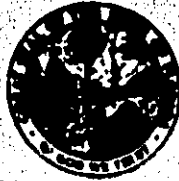
Daytime Telephone number

989,615,671

W94-26750

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

BROWN JAN - 3 1995



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 15, 1994

PETER S. WILSON
31 FERROL ROAD
ST. AUGUSTINE, FL 32095

SUBJECT: ANCHOR DOWN, INC.
Ref. Number: W94000026750

We have received your document for ANCHOR DOWN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 294A00053302

**ARTICLES OF INCORPORATION
OF
ANCHOR DOWN, INC.**

FILED
JAN 3 1953
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the provision of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation.

ARTICLE I

The name of this Corporation shall be:

ANCHOR DOWN, INC.

ARTICLE II

TERM OF EXISTENCE

The duration of this Corporation is to be perpetual.

ARTICLE III

PURPOSES

The Corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE IV

STOCK CLAUSE

The aggregate number of shares of stock which this Corporation shall have authority of issue shall be 100 shares of common stock, each with a par value of \$1.00.

ARTICLE V

EXERCISE OF CORPORATE POWER

This corporation shall not have a Board of Directors. Exercise of corporate power and management of corporate affairs shall be accomplished by the Shareholders.

ARTICLE VI
INCORPORATOR

The names and addresses of the persons signing these Articles are:

PETER S. WILSON
31 FERROL ROAD
ST. AUGUSTINE, FL 32095

ARTICLES VII
INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitles to vote thereon were present and voted. Notice of any such action so taken shall be given within ten (10) days of the date of such action to those Shareholders entitled to vote herein who did not give their written consent.

ARTICLE VIII
STOCK TRANSFER AGREEMENTS

If all, or any of the Shareholders or Subscribers to the stock of the Corporation shall enter into any agreement between themselves or with the Corporation or third person, abridging, limiting, restricting or changing the rights or interest of any one or more of the Shareholders or Subscribers to sell, assign, transfer mortgage pledge, hypothecate or transfer on the books of the Corporation, any and all of the stocks of the corporation held by them, and if a copy of the agreement is filed with the Corporation, all certificates of shares, subject to such agreement or restriction, shall have a reference thereto endorsed thereon by an officer of the Corporation and such stock shall not thereafter be transferred on the books of the

Corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee or other fiduciary may be voted, in person or by proxy, and without proof of authority.

ARTICLE IX

FUNDAMENTAL CHANGES

The affirmative vote of holders of Seventy-Five percent (75%) of the outstanding shares of all classes of stock entitles to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the Corporation;
- (c) Sales, lease or exchange of the major portion of the property or assets of the Corporation;
- (d) Dissolution of the Corporation.

ARTICLE X

INSPECTION OF BOOKS

Each Shareholder shall have the unqualified right and privilege to examine all corporate books, records and correspondence. This privilege of examination is conditioned by the provision that the Shareholder agrees to indemnify the Corporation for losses suffered by improper disclosure of information obtained in the course of such inspection. The Shareholder may not delegate the right of inspection.

ARTICLE XI

LONG-TERM EMPLOYMENT CONTRACT

The Shareholders may authorize the Corporation to enter into employment contracts with any executive officer for periods longer

than one (1) year, and any Charter or By-Law provision for annual election shall be without prejudice to the contract rights, if any of the executive officer under such contracts.

ARTICLE XII

SHAREHOLDER RELIANCE ON CORPORATE RECORDS

A Shareholder shall not be liable for dividends illegally declared, distributions illegally made to Shareholders or any other action taken in reliance in good faith upon financial statements of the Corporation represented to him to be correct by the President of the Corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the Corporation; nor shall he be liable if in good faith in determining the amount of available for dividends or distributions he considers the assets to be of ample value.

ARTICLE XIII

INITIAL REGISTERED OFFICE AND AGENT

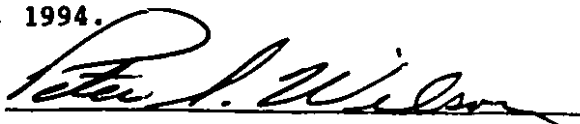
The address of the initial registered office of the Corporation is: The principal place of business is the same as the registered office.

31 FERROL ROAD
ST. AUGUSTINE, FL 32095

The name of the initial registered agent of this Corporation is:

PETER S. WILSON

IN WITNESS WHEREOF, the undersigned, being the Incorporator of this Corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated, this 31st day of March, 1994.



STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared PETER S. WILSON, to me well known and known to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same of the purposes therein expressed, who is personally known to notary and who did take an oath.

WITNESS my hand and official seal at St. Johns County and State aforesaid, this 31st day of March, 1994.

Tammy L. Carnion
Notary Public,
State of Florida at Large

My Commission expires: _____



TAMMY L. CARNION
My Comm Exp. 2/15/97
Bonded By Service Ins
No. CC259838

☒ Personally Known ☐ Not Known

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Anchor Down, Inc.
(must include suffix)

2. The name and address of the registered agent and office is:

Peter S. Wilson
Peter S. Wilson
(Name)

31 Ferrol Road
(Street address - P. O. Box not acceptable)

St. Augustine, FL 32095
(City/State/Zip)

FILED
95 JAN - 3 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Peter S. Wilson
(Signature)

12/20/94
(Date)