

P95000004149

THOMAS W. GARRARD, P. A.

500 EAST OLYMPIA AVENUE
PUNTA GORDA, FLORIDA 33950

SANDRA S. SANTILLO
CERTIFIED LEGAL ASSISTANT

(813) 600-7020
TELECOPIER (813) 607-7052

January 11, 1995

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314-6327

RECEIVED
JAN 13 1995
TALLAHASSEE, FLORIDA

Re: Gear Man, Inc.

EFFECTIVE DATE

Dear Sir:

1-11-95

Enclosed you will find an original and one copy of the Articles of Incorporation along with our check, in the amount of \$122.50, representing the required filing fees.

After processing, please return the certified copy of the Articles of Incorporation to our office.

Should you have any questions or require additional information, please feel free to inquire.

Very truly yours,

Thomas W. Garrard

TWG:ss

Enclosures

cc: James D. West

FILED
1995 JAN 13 PM 3:15
TALLAHASSEE, FLORIDA

\$000
1/11/95
P95-4149

Articles of Incorporation
of
Gear Man, Inc.

FILED
JAN 13 PM 3:15
1995

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

Article I
Name

The name of the corporation is Gear Man, Inc.

Article II
Purposes

EFFECTIVE DATE

1-11-95

The general purposes for which the corporation is organized are:

1. To engage in the business of sales and distribution of marine gear parts and overhaul of marine lower units.
2. To engage in or transact any other trade or business.

Article III
Commencement of Corporate Existence

Pursuant to Section 607.167 of the Florida General Corporation Act, the existence of this corporation shall commence on the date of subscription and acknowledgment of these Articles of Incorporation.

Article IV
Corporate Stock

The aggregate number of shares which the corporation is authorized to issue is 100, and such shares shall have a par value of \$100.00 per share.

Article V
Restriction on Transfer of Stock

If, at any time, a majority or more of the shareholders of the corporation enter into an agreement between and among themselves and the corporation to restrict transfer of the stock of the corporation, the corporation shall thereafter refuse to recognize any transfer of stock of the corporation unless the same is in conformity with the terms and conditions of the agreement. The preceding sentence shall not apply unless a copy of such agreement is on file in the principal office of the corporation, and unless notice of the existence of such restrictions is noted conspicuously on the face or back of the certificates of stock. For purposes of this paragraph, the term "transfer" includes any sale, assignment or pledge of stock of the corporation.

Article VI
Registered Agent and Office

The street address of the principal office and the initial registered office of the corporation is 3260-63A South Shore Drive, Punta Gorda, Florida 33955, and the name of its initial registered agent at such address is James D. West.

Article VII
Management of Corporate Affairs

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the stockholders.

The stockholders shall have the right to determine in every instance the consideration for which the shares of the corporation shall be issued.

Article VIII
Incorporators

The name and address of each initial incorporator is:

Thomas W. Garrard
520 East Olympia Avenue
Punta Gorda, Florida 33950

Article IX
Bylaws

The power to make, alter, amend, and rescind the bylaws of the corporation shall be reserved to the stockholders of the corporation.

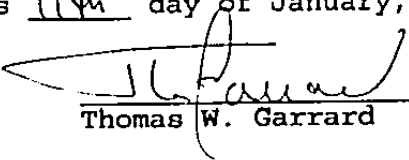
Article X
Amendment of Articles of Incorporation

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

Article XI
Indemnification

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

In Witness Whereof, the undersigned subscriber has executed these Articles of Incorporation this 11th day of January, 1995.


Thomas W. Garrard

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I hereby certify that on this day, before me, a notary public duly authorized in the state and county above to take acknowledgments, personally appeared Thomas W. Garrard who is personally known to me, who did not take an oath and to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed his name to said articles freely and voluntarily for the uses and purposes therein mentioned.

Witness my hand and official seal at Punta Gorda, Charlotte County, Florida, this 11th day of January, 1995.



SANDRA SANTELLO
My Comm. Exp. 03/14/96
Bonded (By Service Ins.
No. CC425392

☒ Personally Known ☐ Other ()

Sandra Santello
Notary Public

Acceptance of Registered Agent

Having been named to accept service of process for the above stated corporation, the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporations Act relative to keeping open said office.

James D. West
James D. West

This instrument was prepared by:
Thomas W. Garrard, Esquire
520 East Olympia Avenue
Punta Gorda, Florida 33950
(813) 639-7020

FILED
1995 JAN 13 PM 3:15
TALLAHASSEE
FLA