

P95000010025

CRARY, BUCHANAN, BOWDISH, BOVIE, LORD, ROBY & EVANS

CHARTERED

ATTORNEYS AT LAW

EVANS CRARY (1905-1968)
EVANS CRARY, JR.
WILLIAM F. CRARY
LARRY E. BUCHANAN
JAMES L. S. BOWDISH
GEORGE P. BOVIE, III
LAWRENCE EVANS CRARY III

REPLY TO:
POST OFFICE DRAWER 24
STUART FLORIDA 34995-0024
555 COLORADO AVENUE
STUART, FLORIDA 34994
TELEPHONE (407) 287-2600
FAX (407) 287-0115

WILLIAM F. CRARY II
ROBERT L. LORD, JR.
WILLIAM L. ROBY
M. LEVERING EVANS
R. MICHAEL CRARY
LEIGH A. WILLIAMS
STEVEN D. BERS

January 30, 1995

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****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
409 East Gaines Street
P.O. Box 6327
Tallahassee, FL 32301

Re: Cove Kayak Center, Inc.

Gentlemen:

Enclosed please find the original and one copy of corporate Charter for the above-captioned corporation. Also enclosed is our firm's check in the amount of \$122.50 covering the following:

Filing Fee	35.00
Resident Agent	35.00
Certified Copy	52.50
Total	\$122.50

After this corporation has been approved and filed by your office, we will appreciate it if you will forward to us a certified copy of the Charter. The Certificate of Registered Agent is also enclosed. Thank you in advance.

Very truly yours,

Leigh A. Williams

Leigh A. Williams

LAW/jsg
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -2 AM 11:24

KAN 2-7

ARTICLES OF INCORPORATION

95 FEB -2 AM 11:24

OF

COVE KAYAK CENTER, INC.

The undersigned does hereby certify his intention to form a corporation under and by virtue of the laws of the State of Florida, and further certifies that:

ARTICLE I
NAME

The name of this corporation shall be:

COVE KAYAK CENTER, INC.

ARTICLE II
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III
NATURE OF BUSINESS

The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV
AUTHORIZED SHARES

A. Number. The aggregate number of shares that the corporation shall have the authority to issue is Seven Thousand Five Hundred (7,500) shares of Capital Stock with a par value of One (\$1.00) Dollar per share.

B. Initial Issue. Five Hundred (500) shares of the Capital Stock of the corporation shall be issued for cash at a par value of One (\$1.00) Dollar per share.

C. Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

D. Dividends. The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.

E. No classes of stock. The shares of the corporation are not to be divided into classes.

F. No share in series. The corporation is not authorized to issue shares in series.

ARTICLE V MAILING ADDRESS

The mailing address of the Corporation is: 5754 S.E. Riverboat Drive, Stuart, Florida 34997.

ARTICLE VI REGISTERED AGENT

The corporation's initial registered office and initial registered agent at that address shall be:

Bernadette DeHart	5754 S.E. Riverboat Drive Stuart, Florida 34997
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ARTICLE VII INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. Directors need not be residents of the State of Florida.

ARTICLE VIII NAMES AND ADDRESSES OF INITIAL DIRECTORS

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, and until their successors shall have been elected and qualified, are as follows:

Bernadette DeHart	5754 S.E. Riverboat Drive Stuart, Florida 34997
Ron Russell	5754 S.E. Riverboat Drive Stuart, Florida 34997

**ARTICLE IX
INCORPORATOR**

The name and address of the initial incorporator is as follows:

Bernadette DeHart

5754 S.E. Riverboat Drive
Stuart, Florida 34997

**ARTICLE X
AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law. Every proposed amendment to these Articles of Incorporation shall require the approval by the Board of Directors, whereupon it shall be proposed by the Board to the Stockholders, and, for adoption, shall require the approval at a Stockholder's meeting by a majority of the stock entitled to vote thereon; unless all the Directors and all the Stockholders sign a written statement adopting the proposed Amendment to these Articles of Incorporation.

**ARTICLE XI
BYLAWS**

The Bylaws of the Corporation shall be made, altered or rescinded by a two-thirds (2/3rds) majority vote of the Directors of the corporation.

**ARTICLE XII
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and subscribed to these Articles of Incorporation at Stuart, Martin County, Florida, this 30 day of January, 1995.


Bernadette DeHart

STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 30th day of January, 1995 by Bernadette DeHart, (PLEASE CHECK ONE OF THE FOLLOWING) [☒] who is personally known to me or [☐] who has produced _____ (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) [☐] did or [☒] did not take an oath. She subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

Name)

(SEAL)

Janet S. Grose

Janet S. Grose (Print

NOTARY PUBLIC

My Commission Expires:



JANET S. GROSE
MY COMMISSION # CC298088 EXPIRES
July 17, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law relative to keeping open said office.


Bernadette DeHart
Bernadette DeHart
Registered Agent