

P95000 14408



1116-D Thomasville Road  
Mount Vernon Square  
Tallahassee, Florida 32303  
(904) 222-2666  
(904) 222-1666 (Fax)  
(800) 969-1666

OLINDA P. BENNETT  
Personal Representative

✓✓  
100001411561  
-02/21/95--01083--006  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. Longboat Acquisition Company (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2-21 100 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED FEB 21 1995

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
LONGBOAT ACQUISITION COMPANY**

FILED  
1995 FEB 21 PM 11:56  
SECRET  
FILED

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

NAME

The name of the corporation shall be Longboat Acquisition Company ("Corporation"), and the initial principal office of the Corporation shall be located at 505 14th Avenue N.E., St. Petersburg, Florida 33701.

**ARTICLE II**

TERM OF EXISTENCE

The Corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

**ARTICLE III**

NATURE OF BUSINESS

The purpose for which this Corporation is organized is to engage in the publication of a newspaper and to transact any and all lawful business for which corporations may be incorporated under the laws of the United States of America and of this State.

## **ARTICLE IV**

### **CAPITAL STRUCTURE**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, having a par value of \$0.10 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

## **ARTICLE V**

### **INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The initial registered agent of this corporation shall be Matthew G. Walsh. The street address of the initial registered office of this corporation is 505 14th Avenue N.E., St. Petersburg, Florida 33701. The initial principal place of business of this corporation and the mailing address is 505 14th Avenue N.E., St. Petersburg, Florida 33701. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

There shall be a Board of Directors for this corporation that shall consist of not less than one (1). Except the number constituting the initial Board of Directors, the number of Directors shall be decided by resolution of the shareholders.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

The name and street address of the member of the initial Board of Director for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their

successors are elected and qualified, or until their resignation, removal from office or death is:

<u>Name</u>	<u>Street Address</u>
Matthew G. Walsh	505 14th Avenue N.E. St. Petersburg, Florida 33701

#### **ARTICLE VIII**

##### **INCORPORATOR**

The name and street address of the incorporator is Matthew G. Walsh, 505 14th Avenue N.E., St. Petersburg, Florida 33701.

#### **ARTICLE IX**

##### **BYLAWS**

The powers to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors or shareholders.

#### **ARTICLE X**

##### **INDEMNIFICATION**

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

#### **ARTICLE XI**

##### **PRE-EMPTIVE RIGHTS**

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance

of fractional shares) at the price that is offered to others, except as otherwise agreed to by the Shareholders.

## ARTICLE XII

### AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 20 day of February, 1995.

Matthew G. Walsh  
Matthew G. Walsh

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Longboat Acquisition Company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of St. Petersburg, State of Florida, has named Matthew G. Walsh of 505 14th Avenue N.E., St. Petersburg, Florida 33701, as agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT:**

Having been named to 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.

Matthew G. Walsh  
Registered Agent

2/20/95  
Date

FILED  
1995 FEB 21 AM 11:56  
SEC.  
TALL.

# P95000014408



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Tallahassee, Florida 32303  
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GLINDA P. BENNETT  
Personal Representative

50000014408  
-03/21/95--01071--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

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(Corporation Name) (Document #)
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☒ Walk in ☒ Pick up time 3-21/00 ☒ ~~Copy~~ Copy  
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

55 MAR 21 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/21  
*Jon Amund*

Examiner's Initials

ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
LONGBOAT ACQUISITION COMPANY

95 MAR 21 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1. The name of the corporation is Longboat Acquisition Company.
2. Article IV, of the Articles of Incorporation of Longboat Acquisition Company is hereby amended in its entirety to read as follows:

ARTICLE IV

CAPITAL STRUCTURE

The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is One Hundred Thousand (100,000) shares of Common Stock, with a par value of Ten Cents (\$0.10) per share (the "Common Stock").

3. This amendment to the Articles of Incorporation of Longboat Acquisition Company was unanimously adopted by the shareholders of the corporation on February 28, 1995, said amendment intended to become effective upon filing with the Department of State.

IN WITNESS WHEREOF, these Articles of Amendment have been executed by the undersigned this 13 day of March, 1995.

LONGBOAT ACQUISITION COMPANY

By: Matthew G. Walsh  
Matthew G. Walsh, President

Attest:

Matthew G. Walsh  
Secretary



P95000014408

**ROBERT P. SALTSMAN, P. A.**

*Attorney at Law  
Certified Public Accountant*

**Street Address:**  
200 East New England Avenue, Suite 301  
Winter Park, Florida 32789

**Post Office Box 2146  
Winter Park, Florida 32790  
Telephone: (407) 647-2899  
Fax: (407) 628-2307**

April 26, 1995

Bureau of Commercial Recordings  
Florida Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

500001477755  
-05/05/95--01114--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: Longboat Acquisition Company**

Dear Sir or Madam:

Enclosed is an original and one photocopy of the Articles of Amendment to Articles of Incorporation of Longboat Acquisition Company, changing the corporation's name to The Longboat Observer Inc. Please file the original Amendment and stamp the copy with the Florida Secretary of State acknowledgment information and return the copy to me in the postage prepaid envelope provided. Enclosed is a check in the amount of \$35.00, which represents the filing fee.

If there are any questions, please call.

Sincerely,

*Robert P. Saltsman*

Robert P. Saltsman

RPS/no  
Enclosure

FILED  
MAY -5 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

N/C  
5/11  
B

**ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF  
LONGBOAT ACQUISITION COMPANY**

**FILED**  
95 MAY -5 AM 11:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Florida Statute Section 607.1006, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is LONGBOAT ACQUISITION COMPANY.
2. Article 1 of the Articles of Incorporation of LONGBOAT ACQUISITION COMPANY is hereby amended in its entirety to read as follows:

**ARTICLE 1**

The name of the corporation is The Longboat Observer Inc.

3. This amendment to the Articles of Incorporation of LONGBOAT ACQUISITION COMPANY was unanimously adopted by the shareholders of the corporation on April 20, 1995, said amendment intended to become effective upon filing with the Secretary of State.

IN WITNESS WHEREOF, these Articles of Amendment have been executed by the undersigned this 30 day of April, 1995.

**LONGBOAT ACQUISITION COMPANY**

By: Matthew G. Walsh  
Matthew G. Walsh, President

Attest:

Matthew G. Walsh  
Secretary