

# P95000021796

~~State~~ Nancy Prescher 305-492-0130

GHRN

751 NE 45 ST

FORT LAUDERDALE

FL 33334

OFFICE USE ONLY

RECORDED & INDEXED  
03/16/95 01100-015  
\*\*\*122.50 \*\*\*122.50

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

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☐ Certificate of Status

FILED  
95 MAR 16 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

NEW FILINGS	
<input 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

AG 3-17

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF**

**Baywatch Leasing, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I NAME**

The name of the corporation shall be Baywatch Leasing, Inc.

**ARTICLE II NATURE OF BUSINESS**

The corporation may engage in a transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be 751 N.E. 45th Street, Oakland Park, Fl 33334 and the name of the initial Registered Agent for the corporation at that address is Nancy Prescher.

**ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance. This corporation is a minority licensed and operated corporation and is subject to minority classification in the State of Florida.

**ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Nancy Prescher - President	51 Shares
Edward Leroy - Vice President	49 Shares

## ARTICLE IX INCORPORATION

The name and address of the incorporator is:

Nancy Prescher  
751 N.E. 45th Street  
Oakland Park, FL 33334

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 10 day of March, 1995

Incorporator:

Nancy Prescher

STATE OF Florida  
COUNTY OF Broward

The foregoing instrument was executed and acknowledged before me this 10 day of March, 1995, by Nancy Prescher personally known

[Signature]  
Notary Public (SEAL) State of Florida

My commission expires: NOVEMBER 28, 1998



**DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida, a corporation organizing under the laws of the State of Florida, with its principal office located at 751 N.E. 45th Street, Oakland Park, Fl 33334, as its Agent to accept service of process within this State.

**ACCEPTANCE:**

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Nancy Prescher

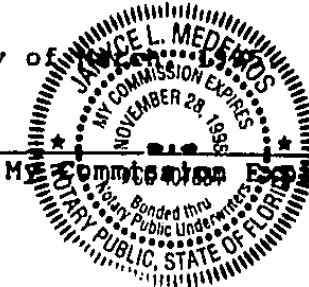
STATE OF Florida  
COUNTY OF Broward

BEFORE ME, the undersigned authority, this day personally appeared Nancy Prescher, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 10 day of

[Signature]  
Notary Public (SEAL) State of Florida

[Signature]  
My Commission Expires:



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95 MAR 16 PM 11:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# P95000021796 Baywatch Leasing, Inc.

TUGS · CRANES · BARGES · STEEL SHEETING · HAMMERS · BUCKETS

May 11, 1995.

TO: Dep't. of State.

Please delete per form. Eddie Leroy.

Thank you.

Sincerely,

Mary Kuehler

correspondent - off.

Send

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-05/16/95--01098--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED  
95 MAY 16 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
95 MAY 16 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BAYWATCH LEASING, INC.

751 N.E. 45TH STREET OAKLAND, FLA 33334  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VIII SELF DEALING :

DELETE - EDDIE LEROY - Vice President

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NANCY PRESCHER - President 100 SHARES

THIRD: The date of each amendment's adoption: May 10, 1995.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 10 of May, 19 95.

Signature

Nancy Prescher  
(By the chairman or vice chairman of the board of directors, President or other officer if adopted by the shareholder)

OR

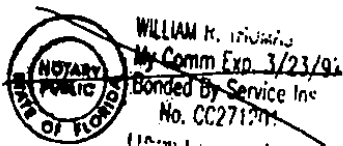
(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

NANCY PRESCHER  
Typed or printed name

PRESIDENT  
Title



W. R. Thomas  
WILLIAM R. THOMAS  
My Comm Exp. 3/23/97  
Bonded By Service Ins  
No. CC271201

P95000021796

Baywatch Leasing, Inc.

751 N.E. 45th Street  
Oakland Park, Florida 33334

OFFICE USE ONLY

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

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<input type="checkbox"/>	Other

Examiner's Initials

*Handwritten:*  
C/L  
P95000021796  
NOV 3 1995



**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

\_\_\_\_\_  
BAYWATCH LEASING, INC.  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 1 NAME:

Delete BAYWATCH LEASING INC. to OCEANBAY LEASING INC.

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55 NOV -3 PM 12:59  
TALLAHASSEE, FLORIDA

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A - stays the same

**THIRD:** The date of each amendment's adoption: OCTOBER 29 1995

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_."  
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 29 of October, 19 95

Signature

Nancy Prescher, Pres.  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

NANCY PRESCHER

Typed or printed name

PRESIDENT

Title

FILED  
TALLAHASSEE  
FLORIDA

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