

JOHN T. BROWN BRYAN J. KIEFER

126 N.E. Eglin Parkway Ft. Walton Beach, Florida 32548

> (904) 664-2705 Fax(904) 664-7933

March 21, 1995

Department of State Division of Corporations Post Office Box 6327 409 E. Gaines Street Tallahassee, Florida 32301

Re: Articles of Incorporation for Emerald Coast Research, Inc.

Dear Sir/Madam:

Enclosed please find an original and two copies of the Articles of Incorporation for the above referenced corporation, together with our client's check in the amount of \$70.00 representing the filing fee.

Please return the copies of the filed Articles of Incorporation to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

John T. Brown

Enclosures

emerald.cst./secstate.fil

100001445251 -03/31/95--01080--010 *****70.00 *****70.00

ARTICLES OF INCORPORATION

FOR

EMERALD COAST RESEARCH, INC.

Article I.

Corporate Name

The name of this corporation is EMERALD COAST RESEARCH, INC.

Article II.

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ten million (10,000,000) shares of common stock having no par value per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article V.

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be: Gayle K. Christopher, PHD., 7399 Austin Road, Milton, Florida 32583. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

Board of Directors

This Corporation shall have one (1) director initially. The number of



directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

Article VIII.

Initial Director

The name of the initial director of this Corporation and his street address is:

Gayle K. Christopher, PHD 7399 Austin Road Milton, Florida 32583

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

Article IX.

Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Gay/e K. Christopher, PHD 7399 Austin Road Milton, Florida 32583

Article X.

Cumulative Voting

Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

Article XI.

<u>Amendment</u>

These Articles of Incorporation may be amended in the following manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 12 day of March, 1995.

GAYLY K. CHRISTOPHER

THEREBY CERTIFY that on this 22 day of March, 1995, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared GAYLE K. CHRISTOPHER, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his/her free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

To me personally known

Identified by Driver's License Number 30 36 14

TAMERA K. WILLIAMS
"Notary Public-State of Florida"
My Cournission Expires Oct. 19, 1996
90 237800

Novary Public

Typed Name:

My Commission Expires:

Commission No.:

I, GAYLE R. CHRISTOPHER, am hereby familiar with and accept the duties and responsibilities as Registered Agent for EMERALD COAST RESEARCH, INC.

GAYLE K. CHRISTOPHER

Registered Agent

emerald.cat\aoi.for

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9370 Chelmesford Ct. Navarre, FL 32566

March 18, 1997

Attn.:Department of Corporations

The shareholders of Emerald Coast Research, Inc. would like to formally dissolve the corporation. Enclosed are articles of dissolution and a check for \$35.00.

Thank you for your assistance.

Sincerely,

Jan Del

Jan DeVoe President

904-651-9719

800002144948--5 -04/16/97--01062--003 *****35.00 *****35.00

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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: Emerald	Coast Research, INC.
SECOND:	The date dissolution was authorized: March 2	2, 1997
THIRD:	Adoption of Dissolution (CHECK ONE)	
Diss. was	olution was approved by the shareholders. The nation sufficient for approval.	umber of votes cast for dissolution
Diss.	olution was approved by vote of the shareholders	through voting groups.
Ti ei	he following statement must be separately providentitled to vote separately on the plan to dissolve:	ed for each voting group
The	number of votes cast for dissolution was sufficien	nt for approval by
	(voting group)	
Signe	d this 22 day of March	, 19 <u>97</u>
Signature _	(By the Chairman or Vice Chairman of the Board, President	dent or other (Co.)
	Jan K. DeVoe, Pres.	ecut, or other officer)
	(Typed or printed name)	
	President (Title)	