

1200 HAYS STREET
TALLAHASSEE, FL 32301
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904 221-1191 FAX

800-142-8086



ACCOUNT NO. : 072100000032

REFERENCE : 592926 101052A

AUTHORIZATION :

Patricia Pizato

COST LIMIT : \$ 70.00

ORDER DATE : May 8, 1995

ORDER TIME : 2:05 PM

ORDER NO. : 592926

600001478626

CUSTOMER NO: 101052A

CUSTOMER: Vera Bergermann, Esq
VERA BERGERMANN, ESQ

1244 Plumosa Drive

Ft. Myers, FL 33901

EFFECTIVE DATE

MAY - 3 1995

DOMESTIC FILING

NAME: GULF POINTE MARINE SALES, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN

MAY - 8 1995

FILED
95 MAY - 8 PM 5:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GULF POINTE MARINE SALES, INC.

FILED
95 MAY -8 PM 5:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

Name: The name of the corporation is GULF POINTE MARINE SALES, INC. The mailing address of the corporation is 16394-A San Carlos Blvd., Fort Myers, Florida 33908.

ARTICLE II

Duration: The duration of the corporation is perpetual.

EFFECTIVE DATE

MAY - 3 1995

ARTICLE III

Purpose: The general purposes for which the corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

Capital Stock: The aggregate number of shares which the corporation is authorized to issue is 100 shares of common stock.

ARTICLE V

Initial Registered Office and Agent: The street address of the initial Registered Office of the corporation is 16394-A San Carlos Blvd., Fort Myers, Florida 33908, and the name of its Initial Registered Agent at that address is Bruce A. Fisher.

ARTICLE VI

Initial Board of Directors: The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial Board of Directors of the corporation are as follows:

Richard G. Phillips
4813 Gary Rd.
Bonita Springs, Florida 33923

Bruce A. Fisher
15750 Catalpa Cove Dr.
Fort Myers, FL 33908

Denise M. Phillips
4813 Gary Rd.
Bonita Springs, Florida 33923

Stephanie Miller Fisher
15750 Catalpa Cove Dr.
Fort Myers, Florida 33908

ARTICLE VII

Incorporators: The name and address of each incorporator is as follows:

Richard G. Phillips
4813 Gary Rd.
Bonita Springs, FL 33923

ARTICLE VIII

Commencement of Corporate Existence: Corporate existence shall commence as of the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE IX

Preemptive Rights: Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of the class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation or any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

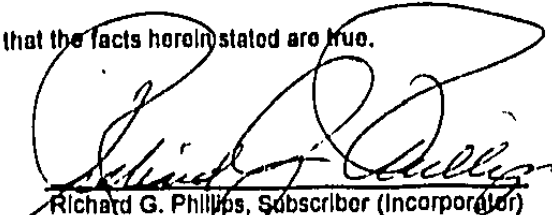
B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after the receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

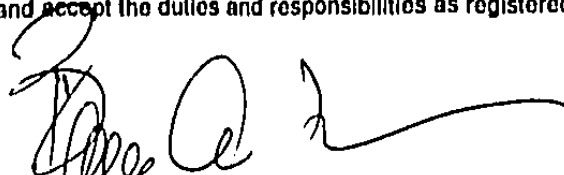
ARTICLE X

Amendment: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, I, the undersigned subscriber, have hereunto set my hand and seal this third day of May, 1995, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


Richard G. Phillips, Subscriber (Incorporator)

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Bruce A. Fisher, Registered Agent

STATE OF FLORIDA)

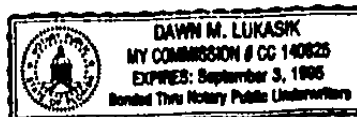
COUNTY OF LEE)

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgements, personally appeared Richard G. Phillips, to me well known and known to me to be the person described in as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above this third day of May, 1995.


NOTARY PUBLIC

My commission expires:



99500036047

1201 HAYS STREET
TALLAHASSEE, FL 32301
42-8086



PRESTIGE RATE
LEGAL & FINANCIAL SERVICES

95 JUN 12 AM 9:23

DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 613420 101052A

AUTHORIZATION :

Patricia Pizich

COST LIMIT : \$ 35.00

ORDER DATE : June 9, 1995

ORDER TIME : 4:24 PM

ORDER NO. : 613420

CUSTOMER NO: 101052A

CUSTOMER: Vera Berghermann, Esq
Vera Berghermann, Esq
1244 Plumosa Drive

Ft. Myers, FL 33901

CHANGE OF AGENT

NAME: GULF POINTE MARINE SALES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CONTACT PERSON: Lynne Roberts

FILED
95 JUN 12 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Back 9
6-12*

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 807.0502, 817.0502, 807.1508, or 817.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Gulf Pointe Marine Sales, Inc.

1b. Date of incorporation May 3, 1995 Document number P95000036047

2. The name and address of the current registered agent and office:

Bruce A. Fisher 16394-A San Carlos Blvd. Fort Myers, Florida 33908

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Bruce A. Fisher 15750 Catalina Cove Dr. Fort Myers, Florida 33908

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Richard G. Phillips
SIGNATURE
6/7/95
DATE

Richard G. Phillips, Secretary
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT, THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *[Signature]*

DATE 6/7/95

(Registered Agent)