

P95000053488

WARREN W. DILL, P.A.
ATTORNEY AT LAW

WARREN W. DILL

MEMBER OF
FLORIDA BAR
WYOMING BAR
NEBRASKA BAR

1515 U.S. HWY. 1, SUITE 201
SEBASTIAN, FLORIDA 32958
(407) 580-1212
FAX (407) 580-5212

June 28, 1995

Department of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

100001530381
-07/05/95--01086--010
*****70.00 *****70.00

re: Articles of Incorporation of Neblina, Inc.

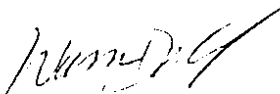
Gentlemen:

I have enclosed duplicate originals of the Articles of Incorporation of Neblina, Inc., along with Check No. 2688, in the amount of \$70.00, for the filing fee of \$35.00, and Designation of Registered Agent of \$35.00. If you find the Articles acceptable, please file one set and stamp and send one set of the Articles back to me at the following address:

Warren W. Dill
1515 US Hwy. 1, Suite 201
Sebastian, FL 32958

Thanking you in advance for your assistance, I remain.

Very truly yours,



Warren W. Dill
cch

Enclosures

FILED
95 JUL 05 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN
7/12/95

FILED
ARTICLES OF INCORPORATION JUL -5 PM 2:22
OF SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEBLINA, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be: NEBLINA, INC.

The principal office and mailing address of this Corporation shall be: 732 Cleveland Street, Sebastian, FL 32958, and P.O. Box 1298, Roseland, FL 32957, respectively.

ARTICLE II - NATURE OF BUSINESS

The purposes for which the Corporation is organized are the following:

A. To engage in marine construction, salvaging and other related services, as well as property development activities.

B. 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.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The names and addresses of the initial Directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Terrance C. Edgecomb	732 Cleveland Street, Sebastian, FL 32958 P. O. Box 1298, Roseland, FL 32957

ARTICLE VI - TRANSACTIONS BETWEEN PARTIES

No contract or other transaction between the Corporation and one or more of its directors or officers or any other corporation, firm, association, or entity, in which one or more of its directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors, or a committee thereof, which authorized, approves, or ratifies such contract or transaction, or because his/her or their votes are counted for such purpose, if:

A. The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or

B. The fact of such relationship or interest is disclosed or made known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

C. The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board, a committee, or the stockholders.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorized, approves or ratifies such contract or transaction.

ARTICLE VII - CUMULATIVE VOTING

The principal of cumulative voting shall apply in all elections of Directors of the corporation. Each shareholder entitled to vote shall have votes equal to the number of shares with voting rights held by him multiplied by the number of directors to be elected, and each may cast all his votes for a single candidate, or may divide and distribute his votes among any two or more candidates, as he may see fit. Each shareholder may, if he desires, cast fewer than all the votes to which he is entitled at an election of Directors, but no ballot shall be valid if the total number of votes shown thereon is in excess of the total number of votes to which a shareholder casting such ballot is entitled.

At any such election the candidates receiving the highest number of votes, up to the number of Directors to be chosen, shall be elected, and an absolute majority of the votes cast is not a prerequisite to the election of any candidate to the Board of Directors.

ARTICLE VIII - 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 this reservation.

ARTICLE IX - DESIGNATION OF REGISTERED AGENT

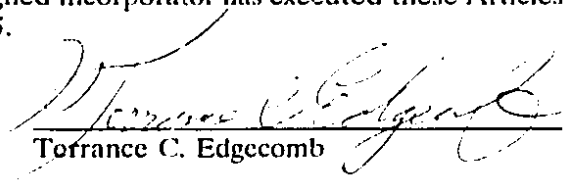
The Corporation designates Terrance C. Edgecomb as its Resident Agent within the State of Florida, whose registered office is located at the following address:

732 Cleveland Street, Sebastian, FL 32958

ARTICLE X - INCORPORATOR

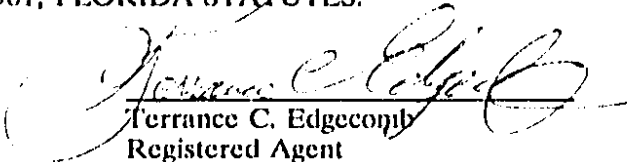
The name and address of each incorporator is Terrance C. Edgecomb of 732 Cleveland Street, Sebastian, FL 32958.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of June, 1995.


Terrance C. Edgecomb

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

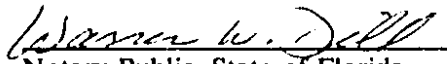
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0501, FLORIDA STATUTES.

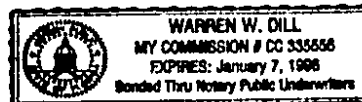

Terrance C. Edgecomb
Registered Agent

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 29th day of June, 1995, by Terrance C. Edgecomb, who is personally known to me or who has produced Florida Driver's License as identification.

SEAL


Notary Public, State of Florida
My Commission Expires:
My Commission Number is:



FILED
95 JUL -5 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000053488

Requestor's Name

133 Cleveland St

Address

Schaumburg, IL 60195

City/State/Zip

Phone #

(708) 381-6264

Office Use Only

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

1. 11111111111111111111 (Corporation Name) 11111111111111111111 (Document #)

2. 11111111111111111111 (Corporation Name) 11111111111111111111 (Document #)

3. 11111111111111111111 (Corporation Name) 11111111111111111111 (Document #)

4. 11111111111111111111 (Corporation Name) 11111111111111111111 (Document #)

☐ Walk in

☐ Pick up time 11:00 AM

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 11 PM 2:55

FILED

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

*00789, 02399,
00534, 00672

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 3, 1996

Noblina, Inc.
732 Cleveland St.
Sebastian, FL 32958

SUBJECT: NEBLINA, INC
Ref. Number: P95000053488

We have received your document for NEBLINA, INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The subject corporation was administratively dissolved on August 23, 1996, for failure to file its 1996 annual report.

To voluntarily dissolve this corporation, Articles of Dissolution must be filed pursuant to chapter 607 or 617, Florida Statutes. Enclosed are forms. In addition, a notarized affidavit must accompany the Articles of Dissolution stating that the corporation has no intention of revoking this voluntary dissolution, and that its name is available for immediate use by any other corporation. Or, a statement to this effect can be contained in the Articles of Dissolution.

Please check only one box in the third paragraph.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hegan
Corporate Specialist

Letter Number: 996A00045321

DIVISION OF CORPORATIONS

96 DEC 11 AM 11:29

RECEIVED

FAXED

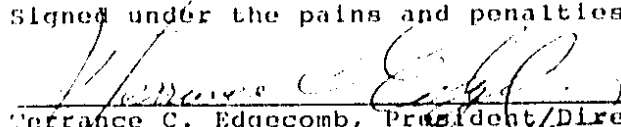
RECEIVED
1996

***** AFFIDAVIT *****

NOW COMES, Terrance C. Edgecomb,, of Sebastian, Florida who on this 03rd Day of December, 1996 swear and make oath that the following statements are true and accurate to the best of his knowledge, to wit:

1. That he is the President and Director of Neblina, Inc., domiciled in Sebastian, Florida, and,
2. That pursuant to 607.1401, Florida Statutes, the Articles of Dissolution have been filed with the Secretary of State, and,
3. That the Corporation, Neblina, Inc. has no intention of revoking this voluntary dissolution, and,
4. That it's name, Neblina, Inc. is available for immediate use by any other corporation.

Signed under the pains and penalties of perjury.


Terrance C. Edgecomb, President/Director

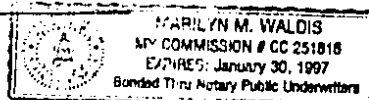
State: Florida
County: Indian River
City: Sebastian

NOW COMES, Terrance C. Edgecomb, President/Director of Neblina, Inc., made known to me, who swears that above information is true and accurate to the best of his knowledge, and that this act was of his free will and deed.


Notary Public

My Commission Expires: _____

SEAL



ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: NEBLAND, INC.

SECOND: The articles of incorporation were filed on: 07/05/1995

THIRD: (CHECK ONE)

☒ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 2014 day of SEPTEMBER, 19 96.

Signature

Terrance C. Edgcomb, PRES. DIRECTOR
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

TERRANCE C. EDGCOMB

(Typed or printed name)

PRESIDENT / DIRECTOR

(Title)

FILED
DEC 11 PM 2:56
TREASURY