

COLLIER & COFFIELD

**P95000056742**

ATTORNEYS AT LAW

P. COLLEEN COFFIELD  
ADMITTED IN FLORIDA AND LOUISIANA

BRUCE CLAYTON COLLIER  
ADMITTED IN LOUISIANA ONLY

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Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, 32314

19 July 1995

RE: Falasca's Services Incorporated; (Shirah Brothers, Inc); Miss Inez, Inc.

Enclosed please find an original and one (1) copy each of the articles of incorporation for the above three corporations, and a check in the amount of \$367.50 (\$122.50 for each).

Also enclosed is an Application for Registration of Fictitious Name for Falasca's Welding & Service, and a check in the amount of \$50.00 for the filing fee.

FROM: Collier & Coffield, Attorneys at Law  
127 Highway 98 East, 3A  
Destin, Florida 32541  
(904) 654-5284

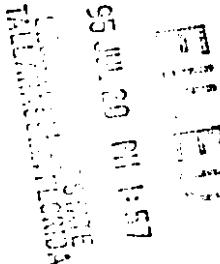
Please return the certified copies of the articles of incorporation to the above address. If you have any questions please let me know.

Sincerely,

P. Colleen Coffield

DNC  
7-21-95

122.50



ARTICLES OF INCORPORATION  
OF  
SHIRAH BROTHERS, INC.

REC'D 1/20  
1/20/67  
TAMPA, FLORIDA

The undersigned subscriber of 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 this corporation is SHIRAH BROTHERS, INC.

**Article II - Duration**

This corporation shall exist perpetually, commencing upon filing.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business.

**Article IV - Address**

The principal place of business and the mailing address of this corporation is:

Post Office Box 52  
Destin, Florida 32540-0052

**Article V - Capital Stock**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares

of common stock with a par value of \$0.10 per share.

#### **Article VI - Preemptive 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, at the price at which it is offered to others.

#### **Article VII - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 548 Juanita Drive, Destin Florida 32541, and the name of the initial registered agent of this corporation at that address is Jordan William Shirah.

#### **Article VIII - Directors**

This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by the By-Laws. Directors of this corporation may be removed only for cause. The names and addresses of the initial directors of this corporation are:

Jordan William Shirah	Post Office Box 52 Destin, Florida 32540
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David Cordell Shirah	Post Office Box 52 Destin, Florida 32541
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#### **Article IX - Incorporator**

The name and street address of the incorporator to

those Articles of Incorporation in:

Jordan William Shirah

548 Juanita Drive  
Destin, Florida 32541

**Article X - By-Laws**

The power to adopt, alter, amend or repeal By-Laws  
shall be vested in the Board of Directors and the Shareholders.

**Article XI - Indemnification**

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

**Article XII - Amendment**

This corporation reserves the right to amend or repeal  
any provisions contained in these articles of incorporation.

**Article XIII - Restriction on Transferability of Stock**

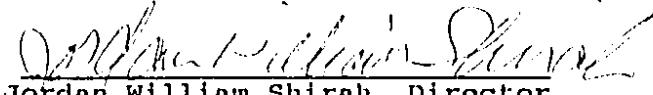
The shares held by the shareholders of this corporation  
may not be resold or otherwise transferred to any other person  
unless such shares are first offered to the remaining  
shareholders of the corporation, or to the corporation. The  
price and terms of which, and the time within which such shares  
may be offered and sold, shall be further specified in the By-  
Laws of this corporation.

**Article XIV - Affiliated Transactions**

This corporation elects to opt out of Florida Statute

607.0901, the affiliated transaction statute. The provisions of Florida Statute 607.0901 will not apply to this corporation.

The undersigned has executed these Articles of Incorporation this 17th day of July, 1995.

  
Jordan William Shirah, Director  
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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

### equation (1) is

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Shirah Brothers, Inc.

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

Jordan William Shirah

548 Juanita Drive  
Destin, Florida 32541

Signature William Shirah, Director  
Jordan William Shirah, Director

Date \_\_\_\_\_

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

**Signature**

P95000056742

*Shirah Marine Construction Services, Inc.*

Jimmy Shirah  
Home: 837-0516  
Cell: 240-5150

Marine Construction Contractor  
Docks • Sailwalls • Docks • Salvage  
P.O. Box 1656  
Destin, FL 32540-1656  
Office: 837-9327 • FAX 854-7040

David Shirah  
Home: 837-0771  
Cell: 830-0464

June 5, 1996

Division of Corporations

P. O. Box 6327

Tallahassee, Florida

32314

Re- Shirah Brothers Inc. P-95000056742

Please Note:

We request a change of address for our  
corporation. We have not received forms that  
we need in order to file annual report.

Old address-----P. O. Box 52

Destin, Florida

32540-52

New address-----P. O. Box 1656

Destin, Florida

32540-1656

upm  
6-11-96

Thank You:

*David C. Shirah*  
David C. Shirah