

**P95000058156**  
**HILTON, HILTON, KOLK, PENSON & ROESCH**

1610 W. 8th AVENUE  
PANAMA CITY, FL 32405  
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P.O. BOX 2462  
4116 HIGHWAY 231 NORTH  
PANAMA CITY, FL 32402  
TEL (904) 785-0536  
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ATTORNEYS AT LAW

PLEASE REPLY TO:

PANAMA CITY / BECK ☐  
PANAMA CITY / 231 ☐  
TALLAHASSEE ☐

P.O. BOX 1327  
701 E. TENNESSEE STREET  
AT FRANKLIN BLVD.  
TALLAHASSEE, FL 32308  
TEL (904) 561-8000  
FAX (904) 561-8030

L. CHARLES HILTON, JR.  
JULIE K. HILTON  
JACALYN N. KOLK  
ALBERT C. PENSON  
LAURA ROESCH  
MONICA L. COTHRAN  
DAVID M. FRANK  
MARY ELLEN MARTIN

July 20, 1995

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

300001543033  
-07/21/95--01039--013  
\*\*\*\*122.50 \*\*\*\*122.50

Re: A. B. SUMMERS, INC.

To Whom It May Concern:

Enclosed is an original and two copies of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return to us a copy.

We are enclosing our check in the amount of \$122.50 covering:

\$ 35.00	Filing Fee
35.00	Registered Agent Fee
<u>52.50</u>	Certified Copy

\$122.50

Sincerely,

*Monica L. Cothran*  
Monica L. Cothran

MLC/ms  
Enclosures

(9corplat.bro)

95 JUL 27 PM 2:10  
FILED  
TALLAHASSEE, FLORIDA

SN  
7/27/95

00789

Article 8  
- NO RA's  
Signature  
W95-14824  
00611, 00671



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 24, 1995

MONICA L. COTHRAN  
1610 BECK AVE.  
PANAMA CITY, FL 32405

SUBJECT: A. B. SUMMERS, INC  
Ref. Number: W95000014824

We have received your document for A. B. SUMMERS, INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 195A00035109

ARTICLES OF INCORPORATION

OF

A. B. SUMMERS, INC.

FILED

95 JUL 27 PM 2:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

A. B. SUMMERS, INC.

ARTICLE II

Existence of Corporation

This corporation shall begin existence on the date of filing and have perpetual existence.

ARTICLE III

Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

## ARTICLE IV

### General Powers

The corporation shall have the power:

(a) To have a corporate seal, which may be altered at will, and to use it or a facsimile of it, or by impressing or affixing it or in any other manner reproducing it;

(b) To purchase, receive, or lease, or otherwise acquire, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

(c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange or otherwise dispose of all or any part of its property;

(d) To lend money to, and use its credit to, assist its officers and employees in accordance with Section 607.0833, Florida Statutes;

(e) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of, and deal in and with shares or other interests in, or obligations of, any other entity;

(f) To make contracts, guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations, (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make

contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

(g) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

(h) To conduct its business, locate offices, and exercise the powers granted by this act within or without the state;

(i) To elect directors and appoint officers, employees and agents of the corporation and define their duties, fix their compensation, and lend them money and credit.

(j) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;

(k) To make donations for the public welfare or for charitable, scientific, or educational purposes;

(l) To transact any lawful business that will aid governmental policy;

(m) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

(n) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries;

(o) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

## ARTICLE V

### Capital Stock

(a) The total number of shares of Capital Stock authorized to be issued by the corporation shall be 1000 shares having a par

value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting to the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE VI

##### Preemptive Rights

The Stockholders of the Corporation shall have the preemptive rights to subscribe for and purchase their proportionate share of any additional stock issued by the corporation, from and after the issuance of the shares originally subscribed for by the stockholder of this corporation, whether such additional shares be issued for cash, property, services or any other consideration, and whether or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation.

#### ARTICLE VII

##### Principal Place of Business, Registered Office and Registered Agent

The street address of the corporation's principal place of

business is 10999 Front Beach Road, Unit 1, Panama City Beach, Florida 32401; the street address of the corporation's initial registered office is 1610 Beck Avenue, Panama City, Florida 32405; and the name of the corporation's initial registered agent at such address is Monica L. Cothran. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

#### ARTICLE VIII

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

<u>Name</u>	<u>Address</u>
<u>Sally A. Brodsky</u>	<u>10999 Front Beach Road, Unit 1</u> <u>Panama City, FL 32407</u>

#### ARTICLE IX

##### Incorporators

The name and address of the Incorporator of this Corporation is as follows:

<u>Sally A. Brodsky</u>	<u>10999 Front Beach Road, Unit 1</u> <u>Panama City Beach, FL 32407</u>
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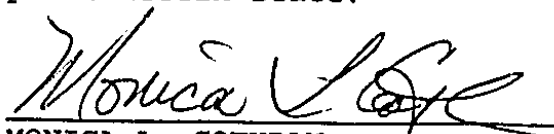


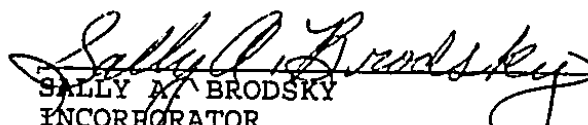
ARTICLE X

Amendment to Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, hereby acknowledge that I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation. Further I have executed these Articles for the uses and purposes herein state.

  
MONICA L. COTHRAN  
REGISTERED AGENT/INCORPORATOR

  
SALLY A. BRODSKY  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, the undersigned authority, personally appeared Sally Brodsky, to me personally known, who acknowledged to and before me that she is the person described and who executed the foregoing instrument for the purposes there expressed.

SWORN TO AND SUBSCRIBED before me on this, the July day of July, 1995.

  
NOTARY PUBLIC  
L. MICHELLE STEVERSON  
MY COMMISSION # CC389397 EXPIRES  
June 30, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
95 JUL 21 10  
TALLAHASSEE  
FLORIDA