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**WILLIAM J. RITCHIE**  
Attorney and Counselor at Law

151 Mary Esther Blvd., Suite 313A, Mary Esther, Florida 32569  
(904) 664-0954 FAX (904)664-5122

June 27, 1996

ATTN: New Filings  
Bureau of Commercial Recordings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Island Appliance Repair

To Whom It May Concern:

Please find enclosed to be filed the articles of Incorporation for Island Appliance Repair. Also enclosed is a check in the amount of \$122.50 which sum represents your fee in this matter.

If you have any questions, please feel free to contact this office.

Sincerely,

*Karey A. Collins*

KAREY A. COLLINS,  
Legal Assistant

/kac  
Enclosure

FILED  
JUN 28 PM 12:02  
TALLAHASSEE, FLORIDA

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-07/01/96--01012--003  
\*\*\*\*122.50 \*\*\*\*122.50

7-2-96  
JD

**ARTICLES OF INCORPORATION  
OF  
ISLAND APPLIANCE REPAIR, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this corporation is Island Appliance Repair, Inc.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation is 1970 Highway 87 South, Suite 103, Navarre, Florida 32566.

**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are Charles Coe and 7264 Maderia, Navarre, Florida 32566.

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JUN 28 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V

INCORPORATORS

The names and addresses of the persons signing these articles are as follows:

Temmi Eiland	8133 Pamplona Drive Navarre, Florida 32566
Charles Coe	7264 Maderia Navarre, Florida 32566
Dewayne Eiland	8133 Pamplona Drive Navarre, Florida 32566

ARTICLE VI

DURATION

This corporation shall exist perpetually ,

Preferences, Limitation and Relative  
Rights of Shares of Capital Stock

Voting Rights: Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

## ARTICLE VII

### CORPORATE PURPOSE

This corporation is organized for the purpose of repairing, installing, selling appliances and transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

## ARTICLE VIII

### STOCK ISSUANCE

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Charles Coe	500 shares
Temmi Eiland	250 shares
Dewayne Eiland	250 shares

Shares held by the initial stockholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms of which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

## ARTICLE IX

### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock to this corporation of the same kind, class, or services as that

which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X

##### INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are as follows:

Temmi Eiland	8133 Pamplona Drive Navarre, Florida 32566
Charles Coe	7264 Maderia Navarre, Florida 32566
Dewayne Eiland	8133 Pamplona Drive Navarre, Florida 32566

#### ARTICLE XI

##### INITIAL OFFICERS

The initial officers who shall serve until successors are duly elected by a majority vote of the directors are as follows:

President - Temmi Eiland  
Vice President-Charles Coe  
Secretary/Treasurer - Dewayne Eiland

ARTICLE XII

BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XIII

RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock shall be issued initially to the following persons:

Charles Coe	50%	Temmi Eiland	25%
Dewayne Eiland	25%		

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XIV

CUMULATIVE VOTING

At each such election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XV

CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by a majority of the outstanding shares.

ARTICLE XVI

SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote, fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter, shall be the act of the shareholders.

ARTICLE XVII

SHAREHOLDERS MEETING REQUIRED

The Shareholders of this corporation may take action by written consent as provided by law.

ARTICLE XVIII

MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the directors of this corporation.

#### ARTICLE XIX

##### DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting in the matter to be voted upon, the affirmative vote of a majority of the remaining directors shall be the act of the Board of Directors.

#### ARTICLE XX

##### MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

#### ARTICLE XXI

##### ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent as provided by law.

#### ARTICLE XXII

##### INDEMNIFICATION

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



ARTICLE XXIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation on this 15<sup>th</sup> day of April, 1996.

Temmi Eiland  
TEMMI EILAND

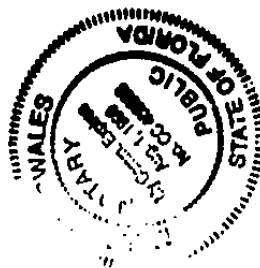
STATE OF FLORIDA

COUNTY OF Santa Rosa

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of April, 1996 by TEMMI EILAND who is personally known by me or produced \_\_\_\_\_ as identification.

Melinda K. Swales  
NOTARY PUBLIC

Melinda K. Swales  
Notary Name Printed



Charles Coe  
CHARLES COE

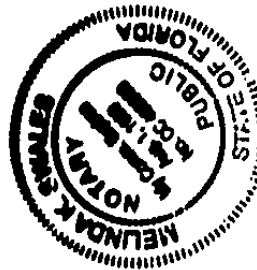
STATE OF FLORIDA

COUNTY OF Santa Rosa

The foregoing instrument was acknowledged before me  
15<sup>th</sup> day of April, 1996 by CHARLES COE who is  
personally known by me or produced \_\_\_\_\_  
as identification.

Melinda K. Swales  
NOTARY PUBLIC

Melinda K. Swales  
Notary Name Printed



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Dewayne Eiland  
DEWAYNE EILAND

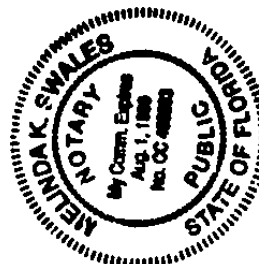
STATE OF FLORIDA

COUNTY OF Santa Rosa

The foregoing instrument was acknowledged before me this  
15<sup>th</sup> day of April, 1996 by DEWAYNE EILAND who is  
personally known by me or produced \_\_\_\_\_  
as identification.


Melinda K. Swales  
NOTARY PUBLIC

Melinda K. Swales  
Notary Name Printed



ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping said office open.

  
\_\_\_\_\_  
CHARLES COE

FILED  
JUN 28 PM 12:02  
CLERK OF DISTRICT COURT  
JULY 1, 1964  
TALLAHASSEE, FLORIDA