

ATTORNEYS AT LAW

P96000056905
BARTH & PLEAT

JAMES C. BARTH, ESQ.
DAVID BRAND PLEAT, ESQ. (FLA., MD., D.C.)

June 28, 1996

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Florida Department of State
Division of Corporations
New Filing Section
409 E. Gaines Street
Tallahassee, FL 32399

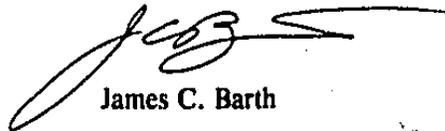
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RE: Emerald Coast Canvas, Inc.

To Whom It May Concern:

Enclosed are the original Articles of Incorporation for Emerald Coast Canvas, Inc., together with my acceptance as Registered Agent. Also enclosed is a check in the amount of \$122.50 to cover the costs of incorporation. If you have any questions, please do not hesitate to call my office.

Sincerely,



James C. Barth

JCB:cab

Enclosures

FILED
96 JUL - 2 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 28 1996

**ARTICLES OF INCORPORATION
OF
EMERALD COAST CANVAS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Emerald Coast Canvas, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to fabricate, install and service marine canvas products, including bimini tops and boat covers, and/or any business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have authority to issue One Hundred (100) shares of common stock, all of one class, One Dollar (\$1.00) par value.

ARTICLE V

The address of its principal office is 14 Miracle Strip Parkway, Ft. Walton Beach, Florida 32548.

ARTICLE VI

The address of its initial Registered Office is 30 South Shore Drive, Destin, Florida 32541, and the name of its initial Registered Agent at said address is James C. Barth.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.



JAMES C. BARTH

ARTICLE VII

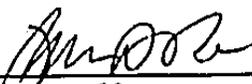
The number of directors constituting its initial Board of Directors is four, whose names and addresses are:

John W. Reinhold	14 Miracle Strip Parkway Ft. Walton Beach, Florida 32548
Frederic D. Pace	14 Miracle Strip Parkway Ft. Walton Beach, Florida 32548
Paul J. Roberts	14 Miracle Strip Parkway Ft. Walton Beach, Florida 32548
Deborah Lynn Dumas	14 Miracle Strip Parkway Ft. Walton Beach, Florida 32548

ARTICLE VIII

The name and address of the incorporator is:

Frederic D. Pace	14 Miracle Strip Parkway Ft. Walton Beach, Florida 32548
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Signature of Incorporator

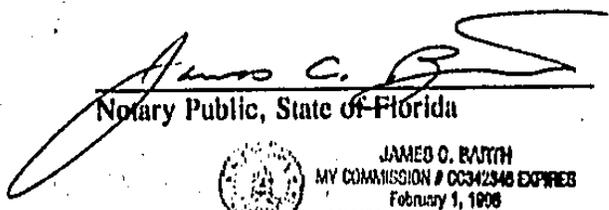
Dated: June 28, 1996.

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, personally appeared Frederic D. Pace, who is personally known to me and who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge

before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Destin, in said County and State this 28th day of June, 1996.


Notary Public, State of Florida



JAMES C. BATTY
MY COMMISSION # CC342346 EXPIRES
February 1, 1998
COVERED THROUGH TROY FARM INSURANCE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA