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Harvey (under) _____
 Requestor's Name
 7471 Goshp Avenue #18 _____
 Address
 Panama City, FL _____
 City/State/Zip
 Phone # _____
 (334) 01

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Office Use Only

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

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED
 96 JUL -8 AM 8:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

7/10/96
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Examiner's Initials	
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FILED
JUL - 8 AM 9:30
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BOAT WORKS OF NORTHWEST FLORIDA, INC

ARTICLE I - NAME:

The name of the corporation is **BOAT WORKS OF NORTHWEST FLORIDA, INC.**

ARTICLE II - DURATION:

This corporation shall exist perpetually commencing on the date of filing.

ARTICLE III - PURPOSES:

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

ARTICLE IV - CAPITAL STOCK:

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

ARTICLE V - PREFERENCES, LIMITATIONS, 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 VI - PRE-EMPTIVE 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 (as nearly as may be done without issuance of fractional shares) 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 310 West Beach Drive, Panama City, Florida 32401 and the name of the initial registered agent of this corporation at that address is James M. Bus'. The principal address is the same as the registered address.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS AND OFFICERS:

This corporation shall have two directors 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 names and addresses of the initial directors of this corporation are as follows:

JAMES M. BUS' 422 LINDA AVENUE, PANAMA CITY, FL 32401

FRANKLIN L. ANDERSON 109 MARLIN CIRCLE, PANAMA CITY, FL 32411

ARTICLE IX - INCORPORATION:

The name and address of the person signing these articles is:

JAMES M. BUS' 422 LINDA AVENUE, PANAMA CITY, FL 32401

ARTICLE X - BYLAWS:

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

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK:

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

JAMES M. BUS' 422 LINDA AVENUE, PANAMA CITY, FL 32401

FRANKLIN L. ANDERSON 109 MARLIN CIRCLE, PANAMA CITY, FL 32411

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 XII - CUMULATIVE VOTING:

At each 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 XII - CALLING OF SPECIAL MEETINGS:

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

ARTICLE XIV - 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 XV - SHAREHOLDERS MEETING REQUIRED:

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation duly called as provided by law.

ARTICLE XVI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS:

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 shareholders of this corporation.

ARTICLE XVII - DIRECTOR QUORUM AND VOTING:

All of the directors shall constitute a quorum for a meeting of directors.

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

ARTICLE XVIII - 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 XIX - ACTION BY DIRECTORS WITHOUT A MEETING:

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

ARTICLE XX - INDEMNIFICATION:

The 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 subscriber has executed these Articles of Incorporation on this 5 day of July, 1976.

James M. Bus'
JAMES M. BUS', INCORPORATOR

STATE OF FLORIDA

FILED
65 JUL -8 AM 8:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

COUNTY OF BAY

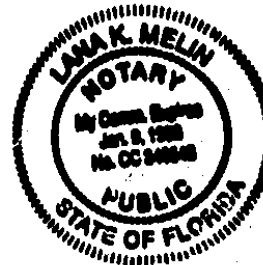
BEFORE ME the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared JAMES M. BUS', known to me to be the person who executed the foregoing for the purposes expressed therein.

WITNESS my hand and official seal this 5th day of July, 1996.

Lana K. Melin

Notary Public

My commission expires January 9, 1998.



REGISTERED AGENT ACCEPTANCE:

I, JAMES M. BUS', am hereby familiar with and accept the duties and responsibilities as registered agent for the aforesaid corporation, BOAT WORKS OF NORTHWEST FLORIDA, INC.

James M. Bus'
JAMES M. BUS'

5 day of July, 1996