

P96000063333

JERALD J. CHLIPALA, P.A.

Attorney at Law  
(941) 337-3737  
2245 Allamont Avenue  
Fort Myers, Florida 33901

July 24, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

200001905782  
-07/26/96--01065--011  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Harbour Logistics, Inc.

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above-named corporation, together with a check in the sum of \$122.50, representing the following charges:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent	35.00

Also enclosed please find Registered Agent Certificate.

Please provide the undersigned with the Certificate of Incorporation and a certified copy of the Articles of Incorporation at your earliest convenience.

Thanking you for your assistance, I am,

Very truly yours,

Jerald J. Chlipala

JJC/dds

Enc.

FILED  
96 JUL 25 AM 8:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL JUL 29 1996

ARTICLES OF INCORPORATION  
OF  
HARBOUR LOGISTICS, INC.

FILED

96 JUL 26 AM 6:34

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is HARBOUR LOGISTICS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this corporation is located at 704 Via Del Sol, North Fort Myers, Florida 33903 and its mailing address is 704 Via Del Sol, North Fort Myers, Florida 33903.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - 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 - TERM

This corporation shall commence its existence upon

filing Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE VII - 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 prices at which it is offered to others.

#### ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 704 Via Del Sol, North Fort Myers, FL, 33903, and the name of the initial registered agent of this corporation is DOREEN BERNECKER, whose address is 704 Via Del Sol, North Fort Myers, FL 33903.

#### ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have at least two directors initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The names and addresses of the initial directors of this corporation are:

DOREEN BERNECKER - 407 Via Del Sol, N. Ft. Myers, FL 33903

DEBRA L. SCADUTO- Box 151 Allenwood, New Jersey 08720

#### ARTICLE X - INCORPORATORS

The names and addresses of the persons signing these Articles are:

DOREEN BERNECKER - 407 Via Del Sol, N. Ft. Myers, FL 33903

DEBRA SCADUTO - Box 151 Allenwood, New Jersey 08720

#### ARTICLE XI

The names and post office addresses of the initial subscribers of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said subscribers of these Articles of Incorporation are as follows:

DORSEN DERNECKER - 407 Via Del Sol, N. Ft. Myers, Fl. 33903  
40 shares

DEBRA SCADUTO - Box 151, Allenwood, New Jersey 08720  
60 shares

#### ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

#### ARTICLE XIII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is that is so interested may be counted in determining the existence of a


quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XIV

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 24 day of July, 1996.

  
Doreen Bernecker  
Subscriber

  
Debra Scaduto  
Subscriber

\_\_\_\_\_  
Subscriber

STATE OF FLORIDA


COUNTY OF LEE

BEFORE ME, a notary public authorized to take

acknowledgments in the State and County set forth above,  
personally appeared DOREEN BERNECKER, who is personally known to  
me or who have produced \_\_\_\_\_

FLA. DRIVER'S LICENSE as identification and who did take an  
oath, and known by me to be the person who executed the foregoing  
Articles of Incorporation, and she acknowledged before me that  
she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 24 day of JULY, 1996.

  
Notary Public - State of Florida  
Print Name: JERALD J. CHILIPALA



JERALD J. CHILIPALA  
My Commission CC274140  
Expires Apr 05, 1997  
Bonded By ANB  
800-852-6878

My commission expires:  
\_\_\_\_\_

STATE OF NEW JERSEY

COUNTY OF MONMOUTH

BEFORE ME, a notary public authorized to take  
acknowledgments in the State and County set forth above,  
personally appeared, DEBRA SCADUTO, who is personally known to me  
or has produced N.J. License, a  
identification and who did take an oath, and known by me to be  
the person who executed the foregoing Articles of Incorporation,  
and she acknowledged before me that she executed the Articles of  
Inncorporation.

IN WITNESS WHEREOF I have set my hand and affixed my

official seal, in the State and County aforesaid, on this <sup>22<sup>ND</sup></sup> day  
of July, 1996.

Roberta B. Budalich

Notary Public

Print Name: \_\_\_\_\_

My Commission Expires:

\_\_\_\_\_  
ROBERTA B. BUDALICH  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires July 27, 1997

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

-----  
In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First--That HARBOUR LOGISTICS, INC.

desiring to organize under the laws of the State of Florida, with  
its principal office, as indicated in the Articles of Incorporation  
at: 407 Via Del Sol

City of N. Ft. Myers County of Lee

State of Florida 33903

has named DOREEN BERNECKER

located at 407 Via Del Sol

City of North Ft. Myers County of Lee

State of Florida, as its agent to accept service of process within  
this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above  
stated corporation, at place designated in this Certificate, I  
hereby state that I am familiar with and accept the duties and  
responsibilities as registered agent for said corporation and agree  
to comply with the provisions of said Act relative to keeping open  
said office.

By: Doreen Bernecker  
Doreen Bernecker  
Registered Agent