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96 AUG -8 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Corporate Research Services**

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

1. CARPEY - DUNN INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

D. BROWN AUG - 8 1996

Examiner's Initials

**FILED**  
96 AUG -8 PM 12:48  
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CLERK, TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CAREY - DUNN, INC.**

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  
CORPORATE NAME AND PRINCIPAL OFFICE**

The name and mailing address of this Corporation is: Carey - Dunn, Inc., 2100 Avenue B, Riviera Beach, Florida 33404.

**ARTICLE II  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing on the filing of these Articles.

### **ARTICLE III**

#### **PURPOSE**

The general purposes for which the Corporation is organized are the following:

- a. To engage in and transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- b. To do such other things as are incidental to the purpose of full service marine boat repairs, improvements, maintenance and storage or necessary or desirable in order to accomplish them.
- c. To engage in the operation of a business dedicated to the management of a full service marine facility and to carry on any business necessary or incidental to the accomplishment or furtherance of the purpose or object of this Corporation.

### **ARTICLE IV**

#### **CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) Shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is Suite 219, 1897 Palm Beach Lakes Blvd., West Palm Beach, FL 33409. The name of its initial registered agent at that address is John D. Heffling.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors for this Corporation is three (3). The number of directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one (1). The name and address of each initial director of the Corporation is as follows:

Michael Carey	3014 South Olive Avenue West Palm Beach, Florida 33405
Jonathan Dunn	256 Park Avenue Palm Beach, Florida 33408
Donna Dunn	256 Park Avenue Palm Beach, Florida 33408

**ARTICLE VII**  
**INCORPORATORS**

The name and address of the person signing these Articles of Incorporation as the incorporator is: John D. Heffling, Esq., Suite 219, 1897 Palm Beach Lakes Blvd., West Palm Beach, FL 33409.

**ARTICLE VIII**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE IX**  
**INDEMNIFICATION**

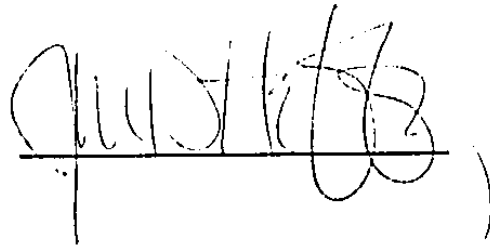
The Corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

## ARTICLE X

### BY-LAWS

The power to adopt, alter, amend and repeal the by-laws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the by-laws must be approved by a majority of the shareholders.

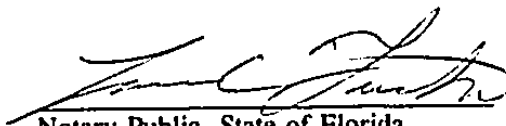
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 6 day of August, 1996.



STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public, personally appeared JOHN D. HEFFLING, to me known to be the person described as incorporator or who has provided his Florida drivers license as proof of identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 6th day of August, 1996.



Notary Public, State of Florida  
My commission expires:



Lance C. Fuchs  
MY COMMISSION # CC571638 EXPIRES  
July 23, 2000  
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

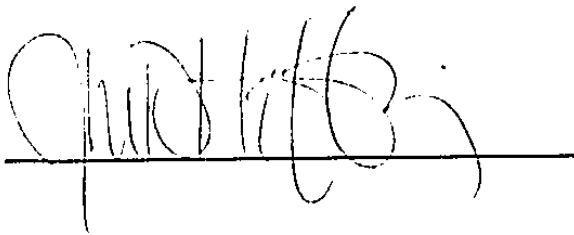
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE  
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

**FILED**  
96 AUG-8 PM 12:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is:  
  
Carey - Dunn, Inc.
2. The name and address of the registered agent and office is:

John D. Heffling  
Suite 219  
1897 Palm Beach Lakes Blvd.  
West Palm Beach, FL 33409

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



August 6, 1996  
Date