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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 083429 81579A

AUTHORIZATION :

*Patricia P. J. J.*

COST LIMIT : \$ 122.50

ORDER DATE : September 12, 1996

ORDER TIME : 11:13 AM

ORDER NO. : 083429

CUSTOMER NO: 81579A

400001845744

CUSTOMER: L. A. Gornto, Jr., Esq  
L. A. GORNTO, JR., ESQ

Suite 400  
149-f South Ridgewood Avenue  
Daytona, FL 32114

DOMESTIC FILING

NAME: SEABREEZE BRIDGE MARINA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
CORPORATIONS  
56 SEP 12 PM 2:52

*9/12/96*  
SEP 12 PM 12:12  
DIVISION OF CORPORATIONS

EFFECTIVE DATE

9/11/96

ARTICLES OF INCORPORATION  
OF

SEABREEZE BRIDGE MARINA, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 12 PM 2:52

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Article: of Incorporation.

ARTICLE I  
NAME

The name of this corporation shall be:

Seabreeze Bridge Marina, Inc.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business or mailing address of this corporation shall be:

149-F S. Ridgewood Avenue  
Daytona Beach, FL 32114

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in cash, property or other benefits to the corporation, as may be determined to be adequate by the Board of Directors.

ARTICLE IV  
TERM OF EXISTENCE

This corporation shall commence September 11, 1996, and shall have perpetual existence.

ARTICLE V  
NUMBER OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this corporation. The Director, as such, shall receive such compensation for her services, if any, as may be set by the Board of Directors at an annual or special meeting. The Director may authorize and require the payment of the reasonable expenses incurred by the Director in attending meetings of the

Directors. Nothing in this Article shall be construed to preclude the Director from serving the corporation in any other capacity and receiving compensation therefor.

#### ARTICLE VI DIRECTORS

The name and address of the initial Director of this corporation, who shall hold office the first year of the corporation's existence or until her successors are elected, are:

<u>Name</u>	<u>Address</u>
Candy D. Gilman	149-F S. Ridgewood Avenue Daytona Beach, FL 32114

#### ARTICLE VII OFFICERS

The names and addresses of the initial Officers of this corporation, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

<u>Name and Address</u>	<u>Office</u>
Charles W. Langelo, Jr. 149-F S. Ridgewood Avenue Daytona Beach, FL 32114	President
Wallace Lester Jones 149-F S. Ridgewood Avenue Daytona Beach, FL 32114	Vice President
Marc Lewis Jones 149-F S. Ridgewood Avenue Daytona Beach, FL 32114	Secretary and Treasurer

#### ARTICLE VIII INCORPORATOR

The name and street address of the incorporator signing these articles are:

<u>Name</u>	<u>Address</u>
L. A. Gornto, Jr., Esq.	149-F S. Ridgewood Avenue Daytona Beach, FL 32114

#### ARTICLE IX AMENDMENT TO ARTICLES

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 Shareholders, and approved at a

Shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. Any right conferred by these Articles of Incorporation upon the Shareholders is subject to this reservation.

ARTICLE X  
BYLAWS

The power to adopt, alter, amend or repeal Bylaws of this corporation shall be vested in the Board of Directors.

ARTICLE XI  
INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by the law.


The undersigned incorporator has executed these Articles of Incorporation this 11th day of September, 1996.

  
\_\_\_\_\_  
L. A. Gornto, Jr.

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing Articles of Incorporation was acknowledged before me this 11th day of September, 1996, by L. A. Gornto, Jr., who is personally known to me and who did not take an oath.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires:



MICHELE LUCIANI  
Notary Public, State of Florida  
My Comm. Exp. 09/30/99  
Comm. No. CC 43112

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 12 PM 2:52

Pursuant to the provisions of Section 607.0505, 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.

1. The name of the corporation is:  
  
Seabreeze Bridge Marina, Inc.
2. The name and address of the registered agent and office is:

L. A. Gornto, Jr.  
149-F S. Ridgewood Avenue  
Daytona Beach, FL 32114

SIGNATURE: 

L. A. Gornto, Jr., Incorporator

DATE: September 11, 1996

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

SIGNATURE: 

L. A. Gornto, Jr.

DATE: September 11, 1996