

P97000000652



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 209188 80381A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 3, 1997

ORDER TIME : 9:48 AM

ORDER NO. : 209188-005

EFFECTIVE DATE

200002044832--8

CUSTOMER NO: 80381A

12-31-96

-01/03/97--01098--015
****122.50 ****122.50

CUSTOMER: Robert A. Winesett, Esq
AVERY WHIGHAM & WINESETT, P.A.

2248 First Street

Fort Myers, FL 33901

DOMESTIC FILING

NAME: SPOHN & ASSOCIATES, 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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
97 JAN -3 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-3-97
KR

EFFECTIVE DATE
12-31-96

**ARTICLES OF INCORPORATION
OF
SPOHN & ASSOCIATES, INC.**

97 JAN -3 PM 2:50
FILED
SECRET
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
(Name and Mailing Address)**

The name of the corporation is SPOHN & ASSOCIATES, INC., and its mailing address is 3543 Ruby Avenue, St. James City, Florida 33956.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual and its existence shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE III
(Purpose)**

The general purposes for which this corporation is organized are to engage in the business of operating a marina; to engage in such other activities as are incidental to or connected with the operation of such business; and to transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV
(Capital Stock)**

This corporation is authorized to issue 10,000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE V
(Initial Registered Office and Registered Agent)**

The street address of the initial registered office of this corporation is 2248 First Street, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation at that address is RICHARD W. WINESETT.

**ARTICLE VI
(Preemptive Rights)**

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
(Initial Board of Directors)

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be less than one director nor more than seven directors. The name and address of the initial director of this corporation is:

GLENN A. SPOHN
3543 Ruby Avenue
St. James City, Florida 33956

ARTICLE VIII
(Incorporators)

The name and address of the person signing these Articles is GLENN A. SPOHN, 3543 Ruby Avenue, St. James City, Florida 33956.

ARTICLE IX
(Bylaws)

The Bylaws of the corporation shall be adopted, altered, amended or repealed and new Bylaws may be adopted, by either the Board of Directors or the Shareholders, but the Board of Directors may not amend or repeal any Bylaw adopted by the Shareholders if the Shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the Directors.

ARTICLE X
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than a two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 31 day of December, 1996.



GLENN A. SPOHN, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

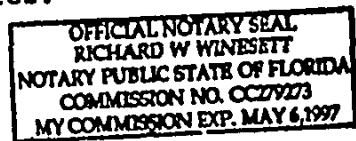
31st The foregoing instrument was acknowledged before me this day of December, 1996, by GLENN A. SPOHN, who is personally known ☒ to me or who has produced ☐ a Florida driver's license or ☐ _____ as identification.

NOTARY PUBLIC:

sign
print

Richard W. Winesett

State of Florida at Large (Seal)
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of SPOHN & ASSOCIATES, INC., is familiar with Sections 607.0501, 607.0502, 607.0505 and 607.1508, Florida Statutes, and accepts the obligations thereunder.

EXECUTED this 31st day of December, 1996.

Richard W. Winesett
RICHARD W. WINESETT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA