

PD97000021643

FSC INC
Requestor's Name

1122 Commerce St
Address

California, 92312 386 1414
City/State/Zip Phone #

000002108148--E
03/10/97--01052--000
***262.50 ***131.25

Office Use Only

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

1. *American Marine Corporation of Jacksonville*
(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

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 checked="" 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

ST 1010 1013

Call when ready 386-1414

ARTICLES OF INCORPORATION
FOR
AMERICAN MARINE CORPORATION OF JACKSONVILLE

ARTICLE I

The name of the corporation is **American Marine Corporation Of Jacksonville.**
4280 Heath Road ; Jacksonville, Florida 32277.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To engage in the business of construction and repair of docks, bulkheads, boat houses, boat lifts, pilings, decks and walkways in and out of water.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1000). Such shares shall be of a single class and have a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V

The street address and mailing address of the initial registered office of the corporation is 4280 Heath Rd., Jacksonville, Fl. 32277, and the name of its initial registered agent is Nicolina M. Owens, and her mailing address shall be 4280 Heath Rd., Jacksonville, Fl., 32277 .

ARTICLE VI

The number of directors constituting the initial board of directors is two (2). 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 name and address of each person, who is to serve as a member of the initial board of directors is:

Nicolina M. Owens, 4280 Heath Rd., Jacksonville, Fl. 32277

Carl Messina, 2075 Saye Dr., Jacksonville, Fl., 32225.

ARTICLE VII

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, or receive a right or rights to purchase or subscribe for, at market value thereof, a prorata portion of:

1. Any stock of any class that the corporation may sell issue or sell, whether or not exchangeable for any stock or the corporation authorized by the articles of incorporation was originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after

the issuance thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock for any class or classes.

ARTICLE VIII

A majority of the shares of the corporation, entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE IX

A majority of the directors shall constitute a quorum for a meeting of the directors.

If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of any interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the board of directors.

ARTICLE X

The shareholder of this corporation shall not be entitled to remove without cause any director from office during his term.

ARTICLE XI

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

ARTICLE XII

Dividends may be paid to shareholders, only out of the unreserved and unrestricted earned surplus of the corporation.

ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation, unless there is gross negligence or willful misconduct.

ARTICLE XIV

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the board of directors, by unanimous approval.

ARTICLE XV

No stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares unless offered to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place

of business and shall remain open for acceptance by the corporation for a period sixty (60) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for purchase of such shares, the stockholder shall have the right to dispose of his or her shares as he or she may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his or her death on the terms set forth above.

ARTICLE XVI

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders exclusively.

ARTICLE XVII

The name and address of the incorporator is:

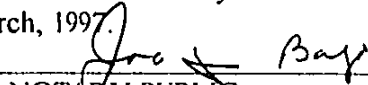
Nicolina M. Owens, 4280 Heath Rd., Jacksonville, FL 32277 this 8th day of March, 1997.


Nicolina M. Owens

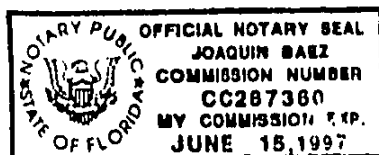
STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, NICOLINA M. OWENS, who is personally known to me or who has produced FL Lic O 520 613 54 517 0 as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of March, 1997.


NOTARY PUBLIC

My commission expires:




JOAQUIN BAEZ
9717 FRASER RD.
JACKSONVILLE, FL 32216

ACCEPTANCE OF REGISTERED AGENT

I, Nicolina M. Owens, accept the designation as registered agent for **AMERICAN MARINE CORPORATION OF JACKSONVILLE**, as provided in the Articles of Incorporation, filed herewith. The initial registered agents address shall be 4280 Heath Rd., Jacksonville, Fl. 32277.


Nicolina M. Owens