

P97000036699
PADGETT & MORRIS
ATTORNEYS AT LAW

JAMES L. PADGETT
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REPLY TO:
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April 21, 1997

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

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-04/23/97--01062--006
****122.50 ****122.50

RE: Sea Smoke Enterprises, Inc.

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent for the above-named proposed Florida corporation. Also enclosed is our firm's trust account check in the amount of \$122.50 representing payment of the following:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	\$ 35.00
	<u>\$122.50</u>

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned. I appreciate your assistance in this matter.

Very truly yours,

James L. Padgett
James L. Padgett

JLP/jrp
enclosures

FILED
97 APR 23 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 4/24/97

FILED
97 APR 23 AM 11: 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SEA SMOKE ENTERPRISES, INC.

COMES NOW your undersigned incorporators and file these Articles of Incorporation and would show:

ARTICLE I - NAME

The name of the corporation shall be SEA SMOKE ENTERPRISES, INC.

ARTICLE II- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 410 River Street, Palatka, Florida 32177

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE IV - PURPOSE

This corporation is organized for the purposes of lawful business; plus the transaction of all lawful business for which corporations may be incorporated under Florida Statute 607.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of stock. The par value of each of these shares shall be One Thousand and 00/100 Dollars (\$1,000.00). Initially, stock will be owned as follows:

CHARLES M. HANNA, JR. and

CHARLENE L. HANNA, Husband and Wife, 100%

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is 10 Central Avenue, Crescent City, Florida 32112, and the name of the initial registered agent is JAMES L. PADGETT.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the by-laws. The manner of election of the Board of Directors shall be stated in the By-laws. The names and addresses of the initial Board of Directors of this corporation are:

CHARLES M. HANNA, JR.
410 River Street
Palatka, Florida 32177

CHARLENE L. HANNA
410 River Street
Palatka, Florida 32177

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are:

CHARLES M. HANNA, JR.
410 River Street
Palatka, Florida 32177

CHARLENE L. HANNA
410 River Street
Palatka, Florida 32177

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law.

ARTICLE X - MANAGEMENT

The management of this corporation shall be by officers initially consisting of CHARLENE L. HANNA and CHARLES M. HANNA, JR.


ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment thereto, by a majority vote of the Board of Directors, and any rights conferred upon the shareholders is subject to this reservation.


ARTICLE XII

This corporation is to be treated as one entitled to the benefits under §1244 of Internal Revenue Code insofar as losses on stock owned in small businesses is concerned. This corporation is intended to meet the definition of a small business corporation as defined by Internal Revenue Code §1244.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 18 day of April, 1997.



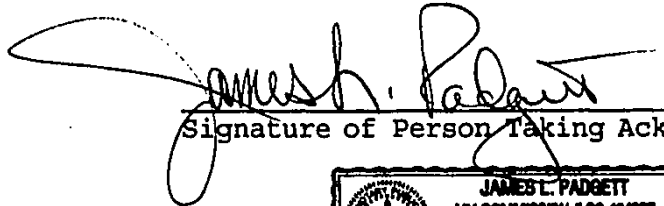
CHARLES M. HANNA, JR.
Incorporator



CHARLENE L. HANNA
Incorporator

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument, ARTICLES OF INCORPORATION, was acknowledged before me this 18th day of April, 1997, by CHARLENE L. HANNA, who (is personally known to me/has produced _____ as identification), and who (~~did~~/did not) take an oath.



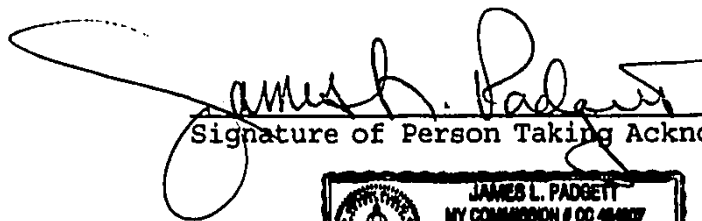
Signature of Person Taking Acknowledgment



Name of Acknowledger Typed, Printed or Stamped and Expiration Date

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument, ARTICLES OF INCORPORATION, was acknowledged before me this 18th day of April, 1997, by CHARLES M. HANNA, JR., who (is personally known to me/has produced _____ as identification) and who (~~did~~/did not) take an oath.



Signature of Person Taking Acknowledgment



Name of Acknowledger Typed, Printed or Stamped and Expiration Date

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, 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.

1. The name of the corporation is:
SEA SMOKE ENTERPRISES, INC.

2. The name and address of the registered agent and office is: JAMES L. PADGETT
10 Central Avenue
Crescent City, Florida 32112

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.


JAMES L. PADGETT, ESQUIRE

FILED
97 APR 23 AM 11: 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA