

P97000099480

Miramar Beach Trucking, Inc.  
235 South Geronimo Street  
Destin FL 32541-0000  
Walton County

September 15, 1997

500002355105--8

-11/24/97-01023-015  
\*\*\*\*122.50 \*\*\*\*122.50

Florida Department of State  
Division of Corporations  
New Filings Section  
P.O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
9-15-97

Re: Miramar Beach Trucking, Inc.

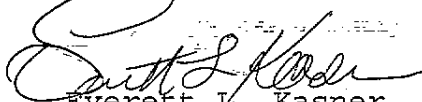
Gentlemen:

Enclosed in duplicate please find "Articles of Incorporation" for Miramar Beach Trucking, Inc. Also enclosed is a check for \$122.50 representing:

Filing Fees	\$ 35.00
Designation of Registration Agent	35.00
Certified Copy	52.50
Total Enclosed	<u>\$122.50</u>

Please mail certification to letterhead address. If you need additional information, please contact me at (850) 243-8877.

Sincerely,

  
Everett L. Kasner  
President

Enclosures

*Client says that  
this is original  
signature.*

FILED  
97 SEP 18 PM 2:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WP-TaxInc-FL-210

2567, 611, 619, 2550  
W97-21488

B. REGISTER SEP 18 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 18, 1997

EVERETT L KASNER  
235 S GERONIMO ST  
DESTIN, FL 32541

SUBJECT: MIRAMAR BEACH TRUCKING, INC.  
Ref. Number: W97000021488

*Frank Claycomb*  
*CPA*

We have received your document for MIRAMAR BEACH TRUCKING, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35
Certified Copy	\$52.50
Total Fee Due	\$122.50

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 397A00046356

Florida Institute of C.P.A.s

Georgia Society of C.P.A.s



American Institute of C.P.A.s

Retired I.R.S. Audit Manager

***Frank CLAYCOMB, C.P.A.***

Tel/FAX: (904) 243-8877

P.O. Box 488 - Mary Esther, Florida 32569

FROM THE ABOVE DESK :

Certified Mail # Z 284 029 363

Dear Beth,

Thank you for your bringing the incomplete Articles of Incorporation to my client's attention. Per our phone conversation, the client will be on the road driving for the next two months. Therefore, based on your agreement to accept Form 2848, Power of Attorney, I am enclosing copies of the full Articles of Incorporation, showing the Registered Agent name and acceptance, with a copy of the Power of Attorney.

The proper telephone number for Everett Kasner, the Registered Agent, is (850) 654-2838, not (850) 243-8877, the phone number of my firm, but I am glad to help with anything we can do to make the incorporation of our client go smoothly.

We hope this will permit you to conclude this matter.

Warm Regards,

Frank R. CLAYCOMB, C.P.A.

EFFECTIVE DATE  
9-15-97

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
Miramar Beach Trucking, Inc.

ARTICLE I - NAME

The name of this corporation is Miramar Beach Trucking, Inc.  
(hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing on the date of September 15, 1997 filing these Articles with the Department of State.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 100 shares of (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - TRANSFERABILITY OF SHARES

The transferability of all shares of stock in the Corporation shall be restricted in accordance with this Article VI. No shareholder nor any shareholder's heirs, executors or administrators shall sell, exchange, give, transfer, pledge, hypothecate, or otherwise dispose of any shares in the Corporation or any interest in the shares except with the express written consent of other shareholders of the Corporation holding, in the aggregate, not less than one-half of all the outstanding shares of stock in the Corporation.

ARTICLE VII - INITIAL PRINCIPAL OFFICE,  
REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the Corporation is c/o 235 South Geronimo Street, Destin, Florida 32541-0000, and the mailing address is the same. The street address of the initial registered office of the Corporation is 235 South Geronimo Street, Destin, FL 32541-0000 and the initial registered agent of the Corporation at that address is Everett L. Kasner.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws of the Corporation but shall never be less than one. The name of the initial director of the Corporation is Everett L. Kasner and his address is 235 South Geronimo Street, Destin, FL 32541-0000.

ARTICLE IX - INCORPORATOR

The name of the person signing these articles is Everett L. Kasner and his address is 235 South Geronimo Street, Destin, FL 32541-0000.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend, or repeal the By-laws of the Corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - SECTION 1244 STOCK

It is the intent of this charter that the Director may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

ARTICLE XII - ACTION BY DIRECTORS WITHOUT A MEETING

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

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**Acknowledgment of Resident Agent:**

Having been named to accept service of process of the Corporation stated above, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48, Florida Statutes, relative to keeping open said office.

Everett L. Kasner

Registered Agent (NAME)

Everett L. Kasner

Incorporator (NAME)

XXXXXXXXXXXXXXXXXXXXX,

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 25 day of Sept, 1998.

XXXXXXXXXXXXXXXXXXXXX

STATE OF FLORIDA )  
COUNTY OF OKALOOSA )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of September, 1998, by EVERETT L. KASNER, Incorporator, of Miami Beach Trucking Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Florida Driver's License Number K256212602260 as identification and did take an oath.

Shirley A. Knox

Notary Public  
Commission Number

Shirley A. Knox

Name of Notary typed, printed or stamped

