# Destin Reel Repair, Inc. 109B Highway 98E Destin, FL 32541 Okaloosa County

September 16, 1997

Florida Department of State Division of Corporations New Filings Section P.O. Box 6327 Tallahassee, Florida 32314 900002359139--C -12/01/97--01103--008 \*\*\*\*122.50 \*\*\*\*122.50

Re: Destin Reel Repair, Inc.

Gentlemen:

Enclosed in duplicate please find "Articles of Incorporation" for Destin Reel Repair, 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 \$122.50

Please mail certification to letterhead address. If you need additional information, please contact me at (850) 654-1333.

Sincerely,

Inpagmad Jubineles

Wendy A. Champagne President

Enclosures

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WP-Tax\inc-FL.DRP



## ARTICLES OF INCORPORATION Destin Reel Repair, Inc.

ARTICLE I - NAME

The name of this corporation is Destin Reel Repair, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing on the date of January 01, 1998 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 500 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 109B Highway 98E, Destin, Florida 32541, and the mailing address is the same. The street address of the initial registered office of the Corporation is 109B Highway 98E, Destin, FL 32541 and the initial registered agent of the Corporation at that address is Wendy Champagne.

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 Wendy Chamapagne and her address is 109B Highway
98E, Destin, FL 32541.

### ARTICLE IX - INCORPORATOR

The name of the person signing these articles is Wendy Champagne and her address is 109B Highway 98E, Destin, FL 32541.

### 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. Wendy Champagne Registered Agent (NAME) Wendy Champagne Incorporator (NAME) IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 19 day of Wirember), 1997. STATE OF FLORIDA COUNTY OF OKALOOSA The foregoing instrument was acknowledged before me this  $19^{4h}$ day of November, 1997, by Wendy Champagne, Incorporator, of Destin Reel Repair, Inc. , a Florida corporation, on behalf of the corporation. He is personally known to me or has produced Florida Driver's License Number C512-881-68-630-0 as identification and did take an oath. Notary Public Commission Number 433680 John F. Jenkins Name of Notary typed, printed or stamped\_



