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**RISEN & RYAN**

ATTORNEYS AT LAW  
786 N. Beal Parkway, Suite 6  
Post Office Box 3280  
Ft. Walton Beach, Florida 32547

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 DEC -9 PM 3:55

Shawn M. Risen  
Stephen J. Ryan

Telephone (850) 864-1951  
Facsimile (850) 864-1912

December 5, 1997

**EFFECTIVE DATE**

12-4-97

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

800002366618--5  
-12/09/97--01036--027  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Three-Star Enterprises, Inc.

Dear Secretary:

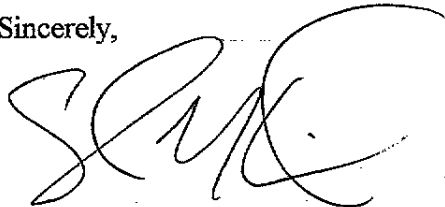
Please find enclosed the original and one copy of the Articles of Incorporation and Certificate designating Registered Agent with regard to Three-Star Enterprises, Inc., along with a check for \$122.50 for Filing Fee and a Certified Copy.

Response should be to me at the following address:

Shawn M. Risen, Esq.  
Risen & Ryan  
P.O. Box 3280  
Ft. Walton Beach, FL 32547  
Phone: (850) 864-1951  
Fax: (850) 864-1912

Thank you for your cooperation in this matter.

Sincerely,



Shawn M. Risen  
Attorney at law

Enclosures: Articles; Certificate designating Agent; check # 1071

RP  
12-10-97

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION  
OF  
THREE-STAR ENTERPRISES, INC.**

In compliance with the requirements of Florida Statute 607, the undersigned have this day voluntarily associated themselves together for the purpose of forming a corporation and do hereby certify:

**ARTICLE I - NAME**

The name of the corporation is THREE-STAR ENTERPRISES, INC., hereafter called the "Corporation."

**EFFECTIVE DATE**

12-4-97

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing on the date of signing of the Articles of Incorporation.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business as allowed under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is 1,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 - STOCKHOLDER AND CORPORATION OPTION TO PURCHASE STOCK**

In case a stockholder desires to sell his shares of stock he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the stockholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary

of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option.

#### **ARTICLE VII - INITIAL PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of this corporation is 102 McDowell Street, Santa Rosa Beach, Florida, 32549.

#### **ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office is located at 616 Sea Oats Drive, Destin, Florida 32541 and the name of the initial registered agent of this corporation at this address is George P. Chaknis.

#### **ARTICLE IX - INITIAL BOARD OF DIRECTORS**

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors and officers of this corporation are:

Charles D. McDowell  
102 McDowell Street  
Santa Rosa Beach, Florida 32549

Warren B. Fleeman  
1115 White Point Road  
Niceville, Florida 32578

Carol S. Fleeman  
1115 White Point Road  
Niceville, Florida 32578

Patricia D. McDowell  
102 McDowell Street  
Santa Rosa Beach, Florida 32549

#### **ARTICLE X - INCORPORATORS**

The names and addresses of the persons signing these articles as the incorporators of these articles of incorporation are:

Charles D. McDowell  
102 McDowell Street  
Santa Rosa Beach, Florida 32549

Warren B. Fleeman  
1115 White Point Road  
Niceville, Florida 32578

## ARTICLE XI - BY-LAWS

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

## 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.

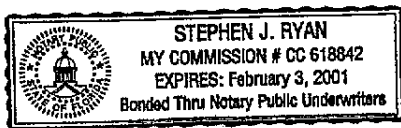
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 04 day of December, 1997.

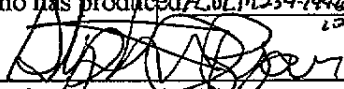
  
Charles D. McDowell / Incorporator

  
Warren B. Fleeman / Incorporator

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of NOVEMBER, 1997 by Charles D. McDowell who is personally known to me or who has produced FL DL M234-1440 as identification.

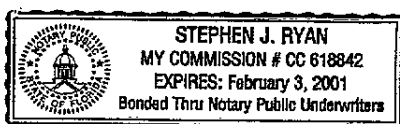


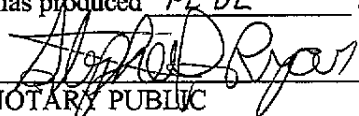
  
NOTARY PUBLIC

NUMBER \_\_\_\_\_  
MY COMMISSION EXPIRES: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of DECEMBER, 1997 by Warren B. Fleeman who is personally known to me or who has produced FL DL as identification.



  
NOTARY PUBLIC

NUMBER \_\_\_\_\_  
MY COMMISSION EXPIRES: \_\_\_\_\_

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That THREE-STAR ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office in the City of Santa Rosa Beach, Florida, has named George P. Chaknis, located at 616 Sea Oats Drive, Destin, Florida 32541, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Dated this 25 day of November, 1997.

By: \_\_\_\_\_

George P. Chaknis / Resident Agent

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DIVISION OF CORPORATION  
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