

P97000108113

CHARLES Rouillard

Requestor's Name

620 LIVE OAK LANE

Address

Panama City Beach, FL 850-233-6565

City/State/Zip

Phone #

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE

1. Anoco, Inc.

(Corporation Name)

(Document #)

12-24-97

2.

(Corporation Name)

(Document #)

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(Corporation Name)

(Document #)

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(Corporation Name)

(Document #)

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NEW FILINGS	
<input checked="" 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 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

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Examiner's Initials

ARTICLES OF INCORPORATION

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OF  
ANOCO, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is ANOCO, Inc.

EFFECTIVE DATE  
12-24-97

Article II - Duration

This corporation shall exist perpetually commencing on the date of the execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is organized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

Article V - Preferences, Limitations and  
Relative Rights of Shares of Capital Stock

Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

Article VI - 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 VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 620 Live Oak Lane, Panama City, Florida 32408 and the name of the initial registered agent of this corporation at that address is Charles E. Rouillard. The principal address is the same.

### Article VIII - Initial Board of Directors

This corporation shall have two (2) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation is as follows:

Charles E. Rouillard	and	Carrol O'Kelley
620 Live Oak Lane		6908 N. Lagoon Dr.
Panama City Beach, Fl. 32408		Panama City Beach, Fl. 32408

### Article IX - Incorporator

The name and address of the person signing these Articles

is: Charles E. Rouillard and Carrol O'Kelley  
620 Live Oak Lane 6908 N. Lagoon Dr.  
Panama City Beach, Fl. 32408 Panama City Beach, Fl. 32408

### Article X - Bylaws

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

### Article XI - Restrictions on Transfer of Stock

Share of capital stock of this corporation shall be issued to the following persons and in the amounts set opposite their names:

Charles E. Rouillard	900 Shares
Carrol O'Kelley	100 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall further be specified by written agreement among all of the shareholders and this corporation.

### Article XII - Cumulative Voting

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any

number of such candidates.

Article XIII - Calling of Special Meetings

Special meetings of shareholders may be called by a majority of the outstanding shares.

Article XIV - Shareholder Quorum and Voting

Fifty One per cent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

The affirmative vote of all the stockholders shall be required to constitute an act of the shareholders.

Article XV - Shareholders Meeting Required

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

Article XVII - Director Quorum and Voting

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

If a quorum is present, the affirmative vote of all of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of all of the remaining directors shall be the act of the Board of Directors.

Article XVIII - Meeting by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article XIV - Action by Directors Without a Meeting

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

Article XX - Indemnification

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject 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 24 day of DECEMBER 1997.

Charles S. Reynolds

Carol C. O'Kelly

STATE OF FLORIDA  
COUNTY OF BAY

BEFORE ME, A Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared  
known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 24 day of DECEMBER 1997.

(SEAL)

Deborah C. Howell  
Notary Public  
My Commission Expires:



Deborah C Howell  
My Commission CC635051  
Expires April 1, 2001

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 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:

ANOCO, Inc.

2. The name and address of the registered agent and office is:

Charles E. Rouillard

620 Live Oak Lane

Panama City Beach, Fl. 32408-5223

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 and accept the obligations of my position as registered agent.

Charles E. Rouillard  
(Signature)

12-24-97

(Date)