# Post Daylos

Requestor's Name

216 W. College Ave. Suite 201

Address

Tallahassee, Florida 32301 425-5000

City/State/Zip Phone #

Office Use Only

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

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#### ARTICLES OF INCORPORATION

OF

#### KKF SALVAGE, INC.



The undersigned hereby form a corporation-for-profit under the Florida General Corporation Act by adopting the following Articles of Incorporation:

- 1. Name. The name of this corporation is KKF Salvage, Inc.
- 2. <u>Nature, Purpose and Powers</u>. This corporation shall have perpetual existence, commencing on the date that these Articles are executed and acknowledged. It will have the power to engage in any lawful business and have all powers enumerated in the Florida General Corporation Act.
- 3. <u>Capital Stock</u>. This corporation is authorized to issue 1,000 shares of \$.10 par value common stock.
- 4. <u>Initial Registered Agent and Office</u>. The name and address of the initial registered agent and office of this corporation is: Caravel, Inc., d/b/a Carrabelle, Inc., Attn: Melvin A. Fisher, 200 Greene Street, Key West FL 33040.
- 5. <u>Initial Board of Directors</u>. This corporation shall have one director 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 the address of the initial directors is: Deo Fisher, 200 Greene Street, Key West FL 33040.
- 6. <u>Incorporator</u>. The name and the address of the person subscribing to these Articles of Incorporation is: Deo Fisher, 200 Greene Street, Key West FL 33040.

#### 7. Director Conflict of Interest.

- A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm, association or other entity, in which one or more of its directors are directors of officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors which approves such contract or transaction, or that his or their votes are counted for such purpose:
  - 1. if the fact of such common directorship, officership or financial interest is disclosed or known to the board and the board approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested directors; or

- 2. if such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or
- if the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board or the shareholders.
- B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.
- 8. <u>Indemnification</u>. The corporation will indemnify any officer or director, or any former officer or director, pursuant to Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the undersigned have set our hands on this \_\_\_\_ day of February, 1998.

Dolores E. Fisher

### ACKNOWLEDGEMENT BY INCORPORATOR

STATE OF FLORIDA

s. s. Key West

COUNTY OF MONROE

BEFORE ME, the undersigned authority, personally appeared DOLORES E. FISHER, who, being well known to me and, though, not taking an oath but being advised of the penalties of perjury, executed the foregoing Articles of Incorporation of KKF SALVAGE, INC., in my presence and declared that she did so as her free act and deed on this 6 day of MARCA 1998.

OFFICIAL NOTARY SEAL
JUDITH A GRACER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC427271
MY COMMISSION EXP. DEC. 18,1998

Judite A. Gracer

#### RESIDENT AGENT DESIGNATION AND ACCEPTANCE

IN COMPLIANCE with Section 48.091, F. S., KKF Salvage, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1322 U. S. Highway 1, Sebastian FL 32958, names Caravel, Inc., d/b/a Carrabelle, Inc., Attn: Melvin A. Fisher, with offices at 200 Greene Street, Key West FL 33040, as registered agent.

March Executed: Ketaruery 6, 1998 <u> Dolores E. Fisher</u> Corporate Director

HAVING BEEN NAMED to accept service of process for the above named corporation, at the place designated above, the undersigned hereby agrees to act in such capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

March Executed x Reduction 5, 1998

CARAVEL, INC., a Delaware d/b/a CARRABELLE, corporation, INC.

By: Dolores E. Fisher Dolores E. Fisher, Vice President

REGISTERED AGENT