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BEAUCHAMP & BEAUCHAMP

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R. Luther Beauchamp  
W.O. (Brett) Beauchamp, III

Telephone (352) 493-2525  
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September 3, 1998

Ms. Beth Register  
Corporate Specialist Supervisor  
New Filing Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Gulf Leisure, Inc.  
Our File #DD-52

Dear Ms. Register:

800002634218--0  
-09/08/98--01006--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed are documents relating to the new Corporation named above. Please file the enclosed Articles of Incorporation and provide a Certificate Under Seal. Our check in the amount of \$78.75 to cover the various filing fees is also enclosed.

Thank you for your assistance in this matter. Please call our office if you have any questions.

Sincerely,

Sherry Lauffer

Sherry Lauffer  
Legal Assistant to  
Brett Beauchamp, III

/s/

Enclosures

cc: Mr. & Mrs. Charles M. Barry

FILED  
98 SEP -8 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

98 SEP -8 PM 3:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GULF LEISURE, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, file these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

**ARTICLE ONE: NAME**

The name of this corporation shall be GULF LEISURE, INC.

**ARTICLE TWO: GENERAL PURPOSE**

The purpose for which this corporation is organized is to engage in any lawful business under the laws of the State of Florida and the United States of America.

**ARTICLE THREE: CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock.

**ARTICLE FOUR: INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is in excess of \$500.00.

**ARTICLE FIVE: PERPETUAL EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE SIX: PRINCIPAL OFFICE; REGISTERED AGENT**

**OFFICE AND ADDRESS**

The street address of the principal office and the initial registered office of this corporation is 6950 SW 122nd Court, Cedar Key, Florida 32625 and the name of its initial registered agent is CHARLES MICHAEL BARRY, II, whose address is 6950 SW 122nd Court, Cedar Key, Florida 32625. The stockholders may from time to time designate such other address and place as the principal and registered office of such corporation and such other person as its registered agent, subject to requirements of Florida laws.

**ARTICLE SEVEN: MANAGEMENT**

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of this corporation, the act of the stockholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy shall be the act of the corporation. Each stockholder shall be entitled to one vote in person or by proxy for each share of voting stock held by her or him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

**ARTICLE EIGHT: INCORPORATORS**

The names and street addresses of the incorporators of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CHARLES MICHAEL BARRY, II	6950 SW 122nd Court Cedar Key, FL 32625
JODI BARRY	6950 SW 122nd Court Cedar Key, FL 32625

**ARTICLE NINE: OFFICERS**

The names and titles of the officers of the corporation who shall serve until their successors are elected in accordance with the By-Laws are as follows:

<u>NAME</u>	<u>OFFICE</u>
CHARLES MICHAEL BARRY, II	President
JODI BARRY	Secretary/Treasurer

**ARTICLE TEN: EFFECTIVE DATE**

These Articles of Incorporation shall become effective immediately upon filing with the Department of State.

**ARTICLE ELEVEN: AMENDMENTS**

The Incorporators shall adopt initial By-Laws for the corporation which may be amended by the stockholders from time to time in any manner that is not inconsistent with the law or these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and authorized the foregoing Articles of Incorporation to be filed with the Department of State this 2nd day of September, 1998.

Charles M. Barry II  
CHARLES MICHAEL BARRY, II  
Jodi Barry  
JODI BARRY

**ACCEPTANCE BY REGISTERED AGENT**

As registered agent designated herein, I hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

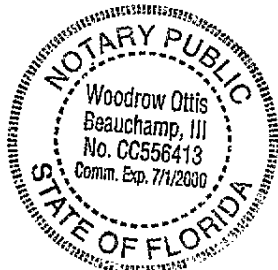
Charles M. Barry II  
CHARLES MICHAEL BARRY, II

STATE OF FLORIDA  
COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared **CHARLES MICHAEL BARRY, II and JODI BARRY** to me known to be the persons described herein and who executed the foregoing and they acknowledged before me that they executed the same and they are personally known to me or produced Florida Driver License and Florida Driver License as identification; and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of September, 1998.

(SEAL)



Woodrow Otis Beauchamp, III

Notary Public

Woodrow Otis Beauchamp, III  
Printed Name of Notary

My Commission Expires

1998 SEP -8 PM 3:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA