

P9 8000078/13

Terry Otwell

Requestor's Name

307 Beacon

Address

Port St Joe, FL

City/State/Zip

Phone #

32456

850) 647-3116

Office Use Only

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. Marina Groceries Inc. 100002633101-6
(Corporation Name) (Document #)
229-8808-
-09/04/98-01133-004
*****70.00 *****70.00

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input 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

Terry Otwell GAVE
AUTHORIZATION BY PHONE TO
CORRECT add acceptance
of R.A.
DATE OK
DOC. EXAM.

P. Hall

SEP 10 1998

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARINA GROCERIES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. - NAME

The name of the corporation shall be:
MARINA GROCERIES, Inc.

The principal place of business of this corporation shall be 208 Monument Ave, Port St Joe, Florida 32456.

ARTICLE II. - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a one dollar (\$1) par value per share.

ARTICLE IV. - INITIAL BUSINESS OFFICE

The initial business office of the above named corporation shall be in Gulf County, Florida at the following address:

208 Monument Ave, Port St Joe, Fl 32456

ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 208 Monument Ave, Port St Joe, Fl 32456 and the name of the initial registered agent at that address is Terry Gene Otwell.

ARTICLE VI. - DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1) nor more than seven (7).

ARTICLE VII - INITIAL DIRECTORS

The names and address of the initial directors who shall hold office until his successor or successors is elected and has qualified, is:

NAME

ADDRESS

Terry G. Otwell

307 Beacon Rd.
Port St Joe, Fl 32456

Lori R. Otwell

307 Beacon Rd.
Port St Joe, Fl 32456

ARTICLE VIII. - INCORPORATORS

The name and street address of the incorporators of these Articles of Incorporation, are as follows:

NAME

ADDRESS

Terry G. Otwell

307 Beacon RD
Port St Joe, Fl 32456

Lori R. Otwell

307 Beacon Rd.
Port St Joe, Fl 32456

ARTICLE IX - TRANSACTIONS IN WHICH DIRECTORS
ARE INTERESTED

In the event that the corporation enters into contracts or transacts business with one or more of its Directors, or with any firm of which one or more of its Directors are members or employees, or with any other corporation or association of which one or more of its Directors are shareholders, directors, officers or employees, such contract shall not be invalidated or in anywise affected by the fact such Director or Directors have or may have interests therein which might be adverse to the interests of the corporation, even though the vote of the Director or Directors having such adverse interests shall have been necessary to obligate the corporation upon such contract or obligation.

PROVIDED, HOWEVER, that in any such case the fact of such interest shall be disclosed to the other Directors or shareholders acting upon or in reference to such contract or transaction. No Director or Directors having disclosed such adverse interests shall be liable to the corporation or to any shareholder or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract or transaction, nor shall any such Director or Directors be accountable for any gain or profits realized thereof. PROVIDED, also that such contract or transaction shall, at the time at which it was entered into, have been reasonable one to have been entered into and shall have been upon terms that, at the time, were fair.

ARTICLE X - INDEMNIFICATION OF DIRECTORS
AND OFFICERS

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expenses reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his being or having been a Director or Officer of the Corporation (said expenses to include attorney's fees and the cost of reasonable settlements made with a view of curtailment of costs of litigation), except in such action, suit or proceedings to have

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been derelict in the performance of his duty, as such Officer or Director. Such right of indemnification shall be exclusive of any other rights to which a Director or Officer may be entitled under any regulations, agreements, vote of stockholders, or to which he may be entitled as a matter of law, and the rights of indemnification shall inure to the benefit of the heirs, executors and administrators of any such Director or Officer.

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective August 1, 1997 and upon subscription and acknowledgment of these Articles, except that in the event the Articles are not filed with the Department of State of Florida within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to a vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII - CONSENT IN WRITING IN LIEU OF MEETING

Any action that may be taken at a meeting of the stockholders of this corporation may be taken without a formal meeting, if consent in writing setting forth the action shall be signed by all, but not less than all, of the shareholders of the corporation entitled to vote on the action and shall be filed by the Secretary of the Corporation. This consent shall have the same effect as a unanimous vote at a Shareholder's meeting. If all of the Directors, severally or collectively, likewise consent in writing or writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it has been authorized at a meeting of the Board of Directors.

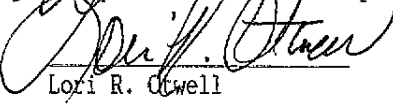
ARTICLE XIV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or issuance of any new stock of this Corporation shall have the right to purchase or acquire his prorata share thereof at the price or upon the condition at which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 25 day of August, 1997.

I hereby accept the duties and responsibilities as registered agent.


Terry G. Otwell, Incorporator/Registered Agent


Lori R. Otwell

STATE OF FLORIDA
COUNTY OF Gulf

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Terry G. Otwell and Lori R. Otwell all known to me to be the person who executed the forgoing Articles of Incorporation, and has acknowledged before me that he subscribed 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 26th day of August, 1997.

Candice D. Bridges
NOTARY PUBLIC, STATE OF FLA.

MY COMMISSION EXPIRES:

