

TRANSMITTAL LETTER

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

SUBJECT:

WATSON BAYOU MARINA of Bay County, Inc.

(Proposed corporate name - must include suffix)

300002895643--8

-06/07/99--01001--003

*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

Michael A. Malauskay

Name (Printed or typed)

2320 Beech St

Address

PLB, FL 32408

City, State & Zip

850 960 0371

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -4 PM 2:59

APPROVED
AND
FILED

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUN -4 PM 2:50

RECEIVED

NOTE: Please provide the original and one copy of the articles.

Form 3.01: Articles of Incorporation

ARTICLES OF INCORPORATION

OF

-1-

ARTICLE I. CORPORATE NAME

The name of this corporation is: --(1)-- WATSON BAYOU MARINA OF BAY COUNTY, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to rent boat slips, provide dry storage for boats, as well as any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is --1,000-- shares of common stock (having par value of \$1.00 per share).

Note: Par Value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence (upon filing of these articles) on

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Registered Agent
Michael A. Malauskys,
2320 Beech Street
Panama City Beach, Fl 32408

Principal office of Corporation
7900 Thomas Drive
Panama City Beach, Fl 32407

Continued

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -4 PM 2:59

APPROVED
AND
FILED

The Board of Directors from time to time may move the Registered Office within the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street address are:

Michael A. Malausky, Vice-President
2320 Beech Street
Panama City Beach, Fl 32408

Isaac K. Duren, President
111 Palm Bay Blvd
Panama City Beach, Fl 32408

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected and have qualified when appointed, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Michael A. Malausky
2320 Beech Street
Panama City Beach, Fl 32408

ARTICLE IX. 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 stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of incorporation be made.

Continued

ARTICLE X. OPTIONAL PROVISIONS

NOTE: See 82.22 of the Florida Bar's continuing Legal education practice manual, Florida Basic Corporation Practice (CLE 1977), for additional provisions that may be considered.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on

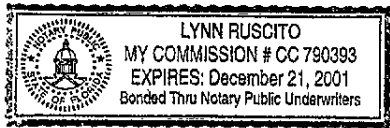

Incorporator

Continued

State of Florida
County of Bay

Before me, a Notary Public, personally appeared Michael A. Malausky, the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these articles of incorporation on

Lynn Ruscito



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -4 PM 2:59

APPROVED
AND
FILED

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for this Corporation.

Michael A. Malausky
Michael A. Malausky