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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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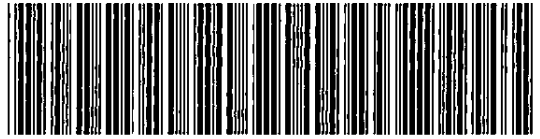
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**GLENN A. TAYLOR, P.A.**  
ATTORNEY AT LAW  
C.P.A.

GLENN A. TAYLOR  
Member Florida and Hawaii Bars  
Certified Public Accountant, Florida and Hawaii

462 KINGSLEY AVENUE, SUITE 103  
ORANGE PARK, FLORIDA 32073  
TELEPHONE: (904) 215-7953  
TELEFAX: (904) 215-7964

June 30, 2009

**Via UPS Next Day Delivery**

Florida Department of State  
The Division of Corporations  
Corporate Filings  
Clifton Bldg.  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**Re: G & S RESTAURANT EQUIPMENT, INC.**

Dear Sir/Madam:

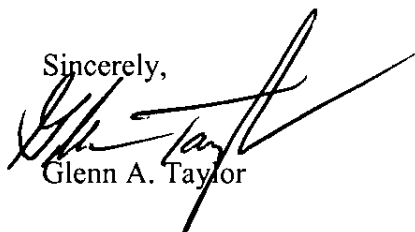
Please find enclosed copies of the following documents for a the newly formed corporation of G & S Restaurant Equipment, Inc. :

1. Articles of Incorporation;
2. Certificate of Designation Registered Agent/Registered Office;
3. Corporate fees totaling \$87.50 for Filing Fees (\$35.00), Registered Agent Designation (\$35.00), Certified Copy of the Corporation (\$8.75), and Certificate of Status (\$8.75).

Please use July 1, 2009 as the effective date for the Corporation.

Thank you in advance for your assistance in this matter. If you have any questions, please contact me at 904-215-7953.

Sincerely,



Glenn A. Taylor

**ARTICLES OF INCORPORATION**  
**OF**  
**G & S RESTAURANT EQUIPMENT, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**FIRST  
NAME**

The name of the corporation is: G & S RESTAURANT EQUIPMENT, INC..

**SECOND  
DURATION**

The period of duration of the corporation is perpetual.

**THIRD  
PURPOSE**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**FOURTH  
SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding is 10,000 shares of common stock having a par value of \$1.00 per share.

**FIFTH  
REGISTERED AGENT**

The initial street address in Florida of the initial registered office of the corporation is 546 North Myrtle Avenue, Jacksonville, Florida 32204, and the name of the initial

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**TALLAHASSEE, FLORIDA**

registered agent at such address is David F. McDonough.

The principal place of business of this corporation is 546 North Myrtle Avenue, Jacksonville, Florida 32204.

**SIXTH  
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**SEVENTH  
INITIAL INCORPORATOR**

The name and address of the initial incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
David F. McDonough	546 North Myrtle Avenue Jacksonville, Florida 32204

**EIGHTH  
INITIAL DIRECTORS**

The Board of Directors of the corporation shall consist of from one to five members, as more specifically set forth in the by-laws. The number of directors may be increased or decreased from time to time by amendment to the by-laws. Initially there shall be one member. The name and address of the initial member of the Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
David F. McDonough	546 North Myrtle Avenue Jacksonville, Florida 32204

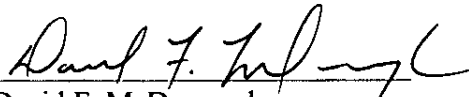
NINTH  
CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or as Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

TENTH  
AMENDMENTS TO ARTICLES

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders meeting, with not less than a majority vote of the common stock.

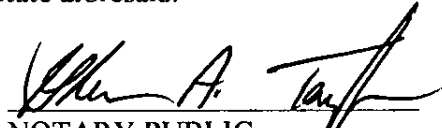
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange Park, Clay County, Florida this 29 day of June, 2009.

  
David F. McDonough

**STATE OF FLORIDA  
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared David F. McDonough, who is known to be the persons described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 29<sup>th</sup> day of JUNE, 2009 in the County and State aforesaid.

  
NOTARY PUBLIC  
My Commission Expires:

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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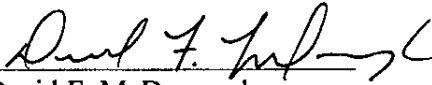
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Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

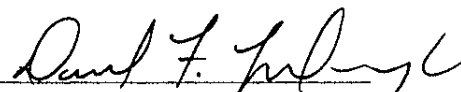
1. The name of the corporation is: G & S RESTAURANT EQUIPMENT, INC.,

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

David F. McDonough  
546 North Myrtle Avenue  
Jacksonville, Florida 32204

  
David F. McDonough  
Incorporator  
Date: June 29, 2009

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 with and accept the obligations of my position as registered agent.

  
David F. McDonough  
Date: June 29, 2009