

P000000011966

Requester's Name

Address

City/State/Zip

Phone #

Edward L Ginsberg  
Paula M Centkovich  
6650-10th Ave Terrace South  
South Pasadena FL 33707

Office Use Only

known):

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-02/01/00--01004--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
00 FEB -1 AM 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

**EFFECTIVE DATE**  
01-26-00

Examiner's Initials

2/3

**ARTICLES OF INCORPORATION  
OF  
GINSBERG PLUMBING, INC.**

**FILED**  
00 FEB - 1 AM 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons of legal age, acting as incorporators under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of this corporation shall be:

**GINSBERG PLUMBING, INC.**

with its principal office located at:

6650 10th Avenue Terrace South  
South Pasadena, Florida 33707

**EFFECTIVE DATE**  
01-26-00

**ARTICLE II**

**Purpose**

The corporation may engage or transact in the services of plumbing services and any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

### ARTICLE III

#### Stock Clause

The aggregate number of shares of stock which this coperaiton shall have authority to issue shall be 100 shares of common stock each wit a par value of \$1.00.

### ARTICLE IV

#### Subscribers, Incorporators, and Directors

The names and addresses of the Subscribers, Incorporators, and Directors are:

<u>Name</u>	<u>Address</u>
Edward L. Ginsberg	6650 10th Avenue Terrace South South Pasadena, Florida 33707
Paula M. Cenkovich	3405 Empedrado Street Tampa, Florida 33629

### ARTICLE V

#### Officers

The names of the Officers are:

<u>Name</u>	<u>Office</u>
Edward L. Ginsberg	President Treasurer
Paula M. Cenkovich	Vice President Secretary

## ARTICLE VI

### Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the bylaws.

## ARTICLE VII

### Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- a. Amendment, alteration, change or repeal of any provision of the Articles of Incorporation.
- b. Reorganization, merger or consolidation of the corporation
- c. Sale, lease or exchange of the major portion of the property or assets of the corporation
- d. Dissolution of the corporation

## ARTICLE VIII

### Directors

A. The business of the corporation shall be managed initially by a board of two (2) directors. The number of directors may be, as provided in the bylaws, increased or decreased but shall never be less than two (2) directors.

B. The entire Board of Directors or any individual director, may be removed from office without assignment of cause by affirmative vote of 100% of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for a cause by the affirmative vote of 100% of the outstanding shares of classes of stock entitled to vote exclusive of his own share of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of 100% of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

## ARTICLE IX

### Long Term Employment Contract

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for a period longer than one year and any charter or bylaw provision for annual election shall be without prejudice to the contract rights if any of the executive officer under such contracts

## ARTICLE X

### Pre-Emptive Rights

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized) including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

## ARTICLE XI

### Effective Date

The date that corporate existence shall begin shall be January 26, 2000 except that if the Articles of Incorporation are not filed with the Florida Department of State within five (5) business days the Corporation's business will commence upon the filing with the Florida Department of State. The election is pursuant to Florida Statute 607.167.

This effective date is requested for accounting purposes only.

## ARTICLE XII

### Registered Office and Registered Agent

The address of the initial registered office of this corporation is 3405 Empedrado Street, Tampa, Florida, 33629. The name of the Registered Agent is Paula M. Cenkovich at the above office address.

## ARTICLE XIII

### Fiscal Year

The fiscal year for this Corporaiton shall end on December 31.

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for Ginsberg Plumbing, Inc.

Paula M. Cenkovich  
Paula M. Cenkovich  
3405 Empedrado Street  
Tampa, Florida 33629  
(813) 835-8686

FILED  
00 FEB - 1 AM 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation executes these Articles of Incorporation and certifies to the truth of the facts herein stated, this 26<sup>th</sup> day of January, 2000.

Edward L. Ginsberg  
Edward L. Ginsberg

Paula M. Cenkovich  
Paula M. Cenkovich

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned officers, duly authorized to administer oaths and take acknowledgements, personally appeared Edward L. Ginsberg and Paula M. Cenkovich who after being duly cautioned and sworn, did depose and say that they affixed their names to the foregoing Articles of Incorporation of Ginsberg Plumbing, Inc. as the original subscribers to said corporation for the purposed therein expressed.

WITNESS my hand and official seal at Tampa, Hillsborough County, Florida, this 26 day of January, 2000.

     personally known

✓ identification produced 7/02



Tammie R. Shepherd  
My Commission CC794292  
Expires December 2, 2002

Tammie R. Shepherd