

# PO1000109707

## TRANSMITTAL LETTER

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

100004677051--6

-11/13/01--01076--014

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Red Diamond Gemological Services Company  
(Proposed corporate name - must include suffix)

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: SCOTT E. KRILLAND  
Name (Printed or typed)

40 Baywood Ct.  
Address

PALM HARBOR FL 34683  
City, State & Zip

727-442-7184  
Daytime Telephone number

FILED  
01 NOV 13 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

D. WHITE NOV 15 2001

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**ARTICLES OF INCORPORATION**  
**OF**  
**RED DIAMOND GEMOLOGICAL SERVICES COMPANY**

**FILED**  
**01 NOV 13 AM 11:53**  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is Red Diamond Gemological Services Company and its principal place of business shall be located at 40 Baywood Court, Palm Harbor, Florida, 34683.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of common stock at Ten Cents (\$ .10) par value, which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 40 Baywood Court, Palm Harbor, Florida 34683, and the name of the initial registered agent of this corporation at that address is Scott E. Kirkland.

**ARTICLE VII - DIRECTORS**

Initially, this corporation shall have two (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of

Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Scott E. Kirkland	40 Baywood Court Palm Harbor, FL 34683
Lisa Kirkland	40 Baywood Court Palm Harbor, FL 34683

#### **ARTICLE VIII - OFFICERS**

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Scott E. Kirkland President/Treasurer	40 Baywood Court Palm Harbor, FL 34683
Lisa Kirkland Vice President/Secretary	40 Baywood Court Palm Harbor, FL 34683

#### **ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Scott E. Kirkland	40 Baywood Court, Palm Harbor, FL 34683

## ARTICLE X - INDEMNIFICATION

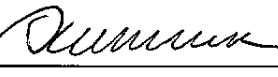
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

## ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: 11-12-01, 2001

By   
Printed Name: Scott E. Kirkland  
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

**FILED**

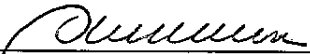
**01 NOV 13 AM 11:53**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

First, that Red Diamond Gemological Services Company desiring to organize or qualify under the laws of the State of Florida, has named Scott E. Kirkland, located at 40 Baywood Court, Palm Harbor, Florida 34683, as its agent to accept service of process within Florida.


Dated: 11-12-01, 2001

By   
Printed Name: Scott E. Kirkland  
Incorporator

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

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 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.

Dated: 11-12-01, 2001

By   
Printed Name: Scott E. Kirkland  
Registered Agent