

TRANSMITTAL LETTER

PD20000055302

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 MAY 16 PM 4:46

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

500005430325--5  
-05/02/02--01028--012  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: GESMO OF FLORIDA INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: ANGELIKA PEYMANN  
Name (Printed or typed)

%TILE EZE  
Address

PO BOX 111390 NAPLES, FL 34108  
City, State & Zip

239-598 3737  
Daytime Telephone number

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

W-13001  
Jae 5/17 (S)



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 7, 2002

ANGELIKA PEYMANN  
PO BOX 111390  
NAPLES, FL 34108

SUBJECT: GESMO OF FLORIDA, INC.  
Ref. Number: W02000013001

We have received your document for GESMO OF FLORIDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE CORRECT THE SPELLING OF MIERENDORFF FIRST NAME, SHOULD IT BE KY OR KAY. ALSO PLEASE CORRECT THE REGISTERED OFFICE OF THE REGISTERED AGENT INFORMATION. THE REGISTERED OFFICE IS THE STREET ADDRESS FOR THE R.A. AND A R.A. CAN NOT HAVE A PO BOX. ARTICLE 8 STATED 10,000 OF STOCK ISSUED SHOULD THIS BE 10,000 IF SO PLEASE CORRECT.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6915.

Janice Love-Washington  
Document Specialist  
New Filing Section

Letter Number: 602A00028522

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

02 MAY 16 PM 4:46

GESMO OF FLORIDA, INC.

The undersigned does hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida States, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the state of Florida, adopt the following articles of incorporation:

FIRST - NAME OF CORPORATION

The name of the corporation is: GESMO OF FLORIDA, INC.

SECOND - DURATION

The period of its duration is: Perpetual.

THIRD - PURPOSE

The purpose of the corporation is:

The general nature of the business to be transacted by said corporation shall be and is as follows:

- A. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state and any political body.
- B. To establish and maintain offices for any and all operations of this corporation at such places to be determined by the directors, wheresoever the same may be located.
- C. To purchase, lease, hire, or otherwise acquire, to hold, own, maintain, improve, alter, and to sell, rent, convey, mortgage, or otherwise dispose of real estate and personal property, and any interest herein or out of this State, and elsewhere in the United States or

any of its territories, or in any foreign country.

- D. To borrow or raise money for any of the purposes of the corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse, and execute promissory notes, drafts, bonds, debentures and other negotiable and nonnegotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereof by mortgage of the whole or any part of the property of the corporation, by mortgage conveyance or assignment in trust of the whole or any part thereof, and to sell, pledge, or otherwise dispose of such bonds or other obligation for its corporation purpose.
- E. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in the State of Florida, or through the United States or elsewhere, and to do any other act or acts, things or things, incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws of the State of Florida.
- F. The enumeration herein of the powers, objects, and purposes of the corporation shall not be deemed to exclude by inference any powers, objects, or purposes which the corporation is empowered to exercise, whether expressly by force of the General Corporations laws of the State of Florida, or implied by the reasonable construction of the said laws.

#### FOURTH - MINIMUM CAPITAL

The corporation will not commence business until at least 500 dollars have been received by it as consideration for the issuance of shares.

#### FIFTH - VOTING

Cumulative voting of shares of stock is authorized.

#### SIXTH - PRE-EMPTIVE RIGHT GRANTED

Provisions limiting or denying to shareholders the pre-emptive right to acquire additional or treasury shares of the corporation are: Each shareholder of the corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### SEVENTH

Provisions for regulating the internal affairs of the corporation are: Bylaws of the corporation

#### EIGHTH- ARTICLE-STOCK

The aggregate number of shares which the Corporation has authority to issue is 10,000, all of which shall be common shares with the par value of one (\$1.00) per share.

#### NINTH - ARTICLE-BYLAWS

The By-Laws of the Corporation are to be made, altered or rescinded by the approval by the Directors of the Corporation holding at least fifty-one (51%) percent of the outstanding stock, together with the approval by the Shareholders of the Corporation holding at least fifty-one (51%) percent of the outstanding stock.

#### TENS - ARTICLE-AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the Directors of the Corporation, with such Directors holding at least fifty-one (51%) percent of the outstanding stock, together with the approval by the Shareholders of the Corporation holding at least fifty-one (51%) percent of the outstanding stock.

**ELEVENTH- ARTICLES/SECTION 1244 STOCK**

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

**TWELFTH - REGISTERED OFFICE**

The address of the initial registered office of the

corporation is: 13101 # Q5 Hamilton Harbour Drive,  
Naples, FL. 34110

**THIRTEENTH - REGISTERED AGENT**

The name of its initial registered agent at such

address is: Kay Mierendorff at:  
342 Germain Ave. Naples, FL. 34108

**FOURTEENTH - ADDRESS**

Address of the principal place of business is:

13101 # Q5 Hamilton Harbour Drive, Naples Florida 34110

**FIVETEENTH - DIRECTORS**

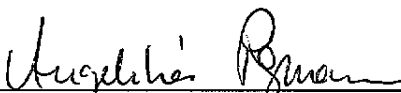
The number of directors constituting the initial board of directors of the corporation is 1, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>Angelika Peymann</u>	<u>13101 #Q5, Hamilton Harbour Drive,</u> <u>Naples, FL. 34110</u>

The name and address of me incorporator is:

Name	Address
<u>Angelika Peymann</u>	<u>13101# Q5, Hamilton Harbour Drive,</u> <u>Naples Fl. 34110</u>

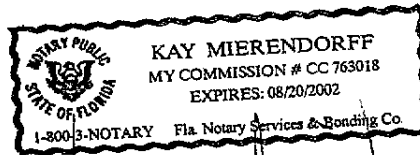
Date April 25, 2002

  
ANGELIKA PEYMANN

STATE OF FLORIDA  
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Angelika Peymann known to me or identified to me by Passport Nr. 1339389 426 as the person described as the Incorporator in and who executed and subscribed to the Articles of Incorporation.

WITNESS my hand and official seal in the Country and State named above this 25th day of April, 2002.



  
\_\_\_\_\_  
Notary Signature  
Print Name: \_\_\_\_\_



FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 MAY 16 PM 4:46

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

**GESMO OF FLORIDA, INC.**

In compliance with Section 607.034 Florida Statutes, the following is submitted:

**FIRST:** That Gesmo of Florida, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Naples, Florida, has named Kay Mierendorff of 342 Germain Ave., Naples, Fl. 34108 as its agent to accept service of process within Florida.

**SECOND:** Having been named 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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

BY

  
KAY MIERENDORFF  
Resident Agent

April 25, 2002