

TRANSMITTAL LETTER

**PO2000/12290**

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

400008434214--2  
-10/17/02--01094--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Gore Consulting & Contracting, Inc.  
(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: Hal W. Gore, Jr.  
Name (Printed or typed)

1328 Deerpath Rd  
Address

Chipley, FL 32428  
City, State & Zip

850-638-4791  
Daytime Telephone number

02 OCT 17 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

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

*[Handwritten signature]*  
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**CERTIFICATE OF INCORPORATION  
OF  
GORE CONSULTING & CONTRACTING, INC.**

**Article I - Name**

The name of this Corporation shall be **Gore Consulting & Contracting, Inc.**

**Article II - Purpose**

The purpose of this business is:

- (a) To engage in all lawful business activities.
- (b) To have perpetual succession by its corporate name unless a limited period of duration is stated in its Articles of Incorporation.
- (c) To sue and be sued, complain, and defend its corporate name in all actions or proceedings.
- (d) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (f) To lend money to and use credit to assist its officers and employees in accordance with Florida Statutes Section 607.0833.
- (g) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (h) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employee, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (i) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (j) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (k) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the laws of Florida within or without that state.
- (l) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

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SECRETARY OF STATE

- (m) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of Florida, for the administration and regulation of the affairs of the Corporation.
- (n) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (o) To transact any lawful business which the Board of Directors or Shareholders shall find will be in aid of governmental policy.
- (p) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of the Corporation and its subsidiaries.
- (q) To be promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- (r) To have and exercise all powers necessary or convenient to effect its purposes.
- (s) To engage in any activity or business permitted under the laws of the United States and the State of Florida.

### **Article III – Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, each share having the par value of five dollars (\$5.00) with the right to increase the number of outstanding shares as provided by the Laws of Florida.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors or Shareholders of this Corporation at any regular or special meeting.

### **Article IV – Initial Capital**

The amount of capital with which this corporation shall begin business is \$500.00.

### **Article V – Term of Existence**

The corporation shall have perpetual existence.

### **Article VI – Address of Principal Office**

The principal office of the corporation shall be 1328 Deerpath Road, Chipley, Florida 32428.

### **Article VII – Directors**

The Corporation shall be managed by the stockholders of this corporation rather than by a board of directors.

### **Article VIII – Preemptive Rights**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others. Any sale of stock by any shareholder must be first offered to the other shareholders of the corporation.

### **Article IX – Special Provisions**

This corporation is initially intended to qualify under the requirement of the Internal Revenue Code as a Small Business Corporation. Such actions as are necessary may be taken by the appropriate officers and stockholders to effect such qualification. After the corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

### **Article X – Subscribers**

The names and street addresses of the subscribers to these Articles of Incorporation, the number of shares of stock each is to take, and the value of the consideration thereof is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Hal W. Gore, Jr.	1328 Deerpath Road Chipley, Florida 32428	100 shares	\$500.00

### **Article XI – Bylaws**

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the shareholders.

### **Article XII – Calling of Special Meeting**

Special meeting of shareholders may be called by any shareholder.

### **Article XIII – Amendments**

The corporation reserves the right to amend, alter, change or repeal any provisions herein contained in these Articles of Incorporation, the manner now or hereafter prescribed by law, and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors herein are granted subject to this reservation.

#### Article XIV – Incorporator

The name and address of the incorporator of this Corporation is:

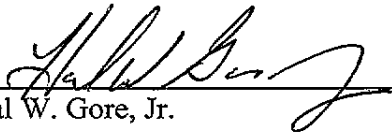
Hal W. Gore, Jr.  
1328 Deerpath Road  
Chipley, Florida 32428

#### Article XV – Officers

The officers of this Corporation shall be:

President:	Hal W. Gore, Jr.
Vice President:	Hal W. Gore, Jr.
Secretary:	Hal W. Gore, Jr.
Treasurer:	Hal W. Gore, Jr.

I, the undersigned, for the purpose of forming a corporation under Florida Statutes, do make and file this Certificate of Incorporation, declaring and certifying that the facts stated therein are true, and we agree to take the number of shares of capital stock set forth opposite our names in Section X of the Certificates of Incorporation.

  
\_\_\_\_\_  
Hal W. Gore, Jr.

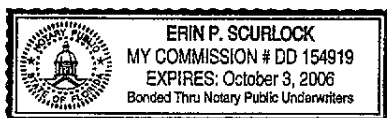
STATE OF FLORIDA  
COUNTY OF WASHINGTON:

BEFORE ME personally appeared Hal W. Gore, Jr. who executed the foregoing Articles of Incorporation and acknowledged before me that the same were executed for the purposes and intents therein expressed.

WITNESS MY hand and official seal in the county and state named above this 15 Day of October, 2002.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:

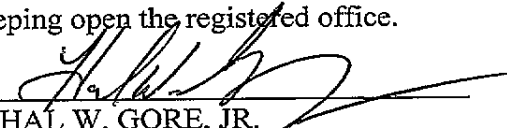


**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS MAY BE  
SERVED AND THE PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA**

In pursuance to Section 48.091 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said sections;

Gore Consulting & Contracting, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Chipley, County of Washington, State of Florida, has named Hal W. Gore, Jr. as its Resident Agent to accept service of process within this State, who is located at the following address: 1328 Deerpath Road, Chipley, Florida 32428.

Having been named as the registered agent for the above corporation for the purposes of accepting service of process at the registered office designed in this certificate, I hereby accept such appointment and agree to act in such capacity. I hereby am familiar with and accept the duties and responsibilities as registered agent of such office as provided for in Florida Statute Section 607.0505. I agree to comply with the provisions of said Section relative to keeping open the registered office.

  
HAL W. GORE, JR.  
Registered Agent

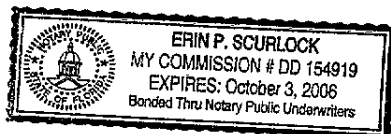
STATE OF FLORIDA  
COUNTY OF WASHINGTON:

BEFORE ME, the undersigned authority, personally appeared HAL W. GORE, JR., a person well known to me to be HAL W. GORE, JR., who, by me first duly sworn, depose, and say that he is 18 years of age or more, sui juris, or otherwise competent to swear oaths and execute acknowledgements, and further that he has carefully read the foregoing and that each and every allegation contained therein is true, correct, and accurate. Further Affiant sayeth not.

Sworn to and subscribed before me this 15 day of October, 2002.

  
NOTARY PUBLIC

My commission expires:



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