

P04000062815

(Requestor's Name)

G

Charles E. Gibson  
1878 Woodleigh Dr W  
Jacksonville, FL 32211-4955

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

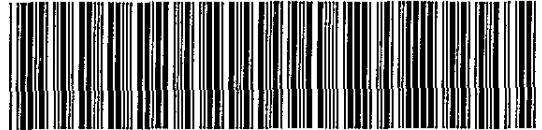
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



100031558671

04/02/04--01076--003 \*\*78.75

FILED  
04 APR 15 AM 10 33  
FBI/DOJ  
FBI/DOJ

~~\_\_\_\_\_~~  
4-4-15



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

April 8, 2004

CHARLES E. GIBSON  
1878 WOODLEIGH DR W  
JACKSONVILLE, FL 32211-4955

SUBJECT: GONE RACING CORPORATION  
Ref. Number: W04000013719

We have received your document for GONE RACING CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6884.

Shawn Logan  
Document Specialist  
New Filings Section

Letter Number: 704A00022995

**ARTICLES OF INCORPORATION  
FOR GONE RACING CORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned, natural persons of the ages of twenty-one years or more, acting as incorporators of a corporation under the provisions of the statutes of the State of Florida, adopt the following Articles of Incorporation.

**ARTICLE I--Name**

The name of this corporation is the GONE RACING CORPORATION.

**ARTICLE II--Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III--Purposes and Powers**

Section 1. Purposes. The Corporation is organized for the purpose of engaging in the business of any lawful endeavor allowed under the laws of the State of Florida and or the United States of America.

Section 2. Powers. Subject to any specific limitations imposed by these Articles of Incorporation, the corporation shall have the following powers:

(a) All those powers authorized by statute.

(b) The power to carry out the purposes set forth above in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the law of such State, Territory, District, or Possession of the United States, or by such foreign country.

(c) The power to indemnify any director, officer, or employee, or former director, officer or employee of the corporation against expenses actually and necessarily incurred by him or her in connection with the defense or settlement of any action, suit or proceeding in which he or she is made party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he or she shall be adjudged of misconduct in the performance of duty.

**ARTICLE IV--Authorized Shares**

The aggregate number of shares which the corporation shall have authority to issue is 15 shares, all of which shares shall be with a par value of \$1,000.00 per share.

**ARTICLE V--Classes of Shares and Shareholders' Rights**

Section 1. Classes of Shares.

(a) All shares shall be of par value.

Section 2. Common Stock in the Event of the Liquidation or the Dissolution of the Corporation.

FILED  
04 APR 15 AM 10 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(a) Shall be at par value.

### Section 3. Voting Rights.

(a) Common Stock. Every holder of common stock of the corporation shall be entitled to one vote for each share of stock standing in his or her name on the books of the corporation.

(b) Cumulative Voting. At each election of directors, cumulative voting shall be permitted.

### Section 4. Pre-emptive Rights.

(a) Common Stock. The holders of the common stock of the corporation shall have a pre-emptive right to purchase the shares of the common stock of the corporation that may be authorized by these Articles of Incorporation and unissued, and shall have the pre-emptive right to purchase at such price and upon such terms and conditions as the Board of Directors shall fix, such of the shares of the common stock of the corporation as may be authorized in excess of the shares of common stock authorized by these Articles of Incorporation, or as may be held in the treasury of the corporation. Such pre-emptive rights shall be exercised in the respective ratio which the number of shares held by each shareholder at the time of such issue bears to the total number of shares outstanding in the names of all shareholders at such time.

## ARTICLE VI--Regulation of Internal Affairs

Section 1. The general management of the affairs of the corporation shall be exercised by a Board of Directors.

Section 2. The Board of Directors shall have the power to make, alter, amend or repeal the bylaws, but any bylaws so made may be altered, amended or repealed by the affirmative vote of two-thirds (2/3) of the shareholders having voting rights at any annual or special meeting.

Section 3. No contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be invalid solely because of the fact of such interest or the presence of such director or directors at the meeting of the Board of Directors of the corporation which acts upon or in reference to such contract or transaction, provided the facts of such interest shall be disclosed or known to the Board of Directors and the Board of directors shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the directors present. Such interested director or directors shall be counted in determining whether a quorum is present, but shall not be counted in calculating the majority necessary to carry such vote and not to be permitted to vote upon such question. This section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

ARTICLE VII--Registered Office and Agent

The address of the initial ~~PRINCIPAL~~ office of the corporation is 1878 Woodleigh Drive West Jacksonville, Florida 32211 and the name of the initial Registered Agent, of the corporation is Charles E. Gibson, whose mailing address is 1265-10 Lane Avenue<sup>S.</sup>, Jacksonville, Florida 32254.

ARTICLE VIII--Board of Directors

The initial Board of Directors shall consist of 4 members, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualified are:

Charles E. Gibson, President, Secretary and Treasurer, 1878 Woodleigh  
Timothy R. Gibson, Vice President, 1878 Woodleigh Drive Jacksonville,  
Florida 32211  
Gerry F. Gibson, Vice President, 1878 Woodleigh Drive Jacksonville,  
Florida 32211  
Cynthia G. Bunso, Vice President, 366 5th Street Atlantic Beach,  
Florida 32233

ARTICLE IX--Incorporators

The names and addresses of the incorporators of the corporation are:

Charles E. Gibson 1878 Woodleigh Drive Jacksonville, Florida 32211  
Gerry F. Gibson 1878 Woodleigh Drive Jacksonville, Florida 32211

ARTICLE X--Indemnification

Each person herein named or hereafter elected a Director or officer of this corporation shall be indemnified by the corporation against all costs and expenses, including counsel fees, reasonably incurred by or imposed upon him or her in connection with or resulting from any claim, demand, action, suit or proceedings to which he or she is or may be made a party by reason of being or having been a director or officer of this corporation, except as to matters as to which he or she shall be finally adjudged in such action to have been derelict in the performance of his or her duties as such director or officer.

ARTICLE XI--Right to Amend

The right is expressly reserved to amend this Article of Incorporation or any article herein in any manner or respect now or hereafter permitted or provided by the corporation laws of the state of Florida and the rights of all shareholders are expressly made subject to such power of amendment.

EXECUTED on 04/12, 2004.

CHARLES E. GIBSON

Charles E. Gibson  
Incorporator

GERRY F. GIBSON

Gerry F. Gibson  
Incorporator

CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THE  
STATE OF FLORIDA, AND NAMING THE  
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of the State of Florida, the following is submitted.

1. That GONE RACING CORPORATION desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of Jacksonville, State of Florida, has named Charles E. Gibson located at 1265-10 Lane Avenue, Jacksonville, Florida 32254 of Jacksonville, State of Florida, as its Registered Agent to accept service of process within the State of Florida.

DATED: 04/12/, 2004.

GONE RACING CORPORATION

By: Charles E. Gibson  
(Corporate Signature)

President of Gone Racing Corporation  
(Title)

Having been named to accept service of process for the above stated corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 04/12/, 2004,

Charles E. Gibson  
CHARLES E. GIBSON

FILED  
04 APR 15 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA