

PO4000083574

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

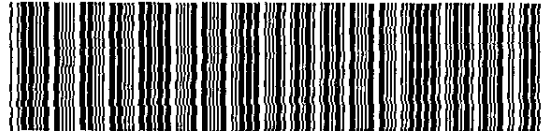
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600036238856

05/25/04--01046--011 **128.75

DIVISION OF CORPORATION

04 MAY 25 AM 11:13

RECEIVED

F02^S6335

04 MAY 25 AM 11:47

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Cotswold Group, Ltd, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

____ Cert. Copy _____

☒ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

RECEIVED
04 MAY 26 AM 9 23
DIVISION OF CORPORATIONS

May 25, 2004

CAPITAL CONNECTION, INC.

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: COTSWOLD GROUP, LTD., INC.
Ref. Number: W04000020186

We have received your document for COTSWOLD GROUP, LTD., INC. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name.

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) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 104A00036549

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES AND CERTIFICATE OF DOMESTICATION OF
COTSWOLD GROUP LTD., INC.

This Certificate of Domestication is filed in accordance with Florida Statute Section 607.1801 as to Cotswold Group, Ltd., Inc., a Georgia Corporation authorized to do business in the State of Florida..

1. The name of the Corporation prior to domestication is Cotswold Group, Ltd., Inc.
2. The name of the Corporation as set forth in its Articles of Incorporation is Cotswold Group Ltd., Inc. and was first formed on August 23, 1995.
3. The jurisdiction that constituted the principal place of business for the Corporation prior to domestication was the State of Georgia.

Dated MAY 24, 2004.


JOHN WATSON

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 MAY 25 AM 11:47

ARTICLES OF INCORPORATION

OF

COTSWOLD GROUP LIMITED, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAY 25 AM 11:47

ARTICLE I

1.01 Name and Address. The name and address of the corporation is COTSWOLD GROUP, LIMITED, INC., whose address is 1161 Lincoln Circle, Winter Park, Florida 32789.

ARTICLE II

2.01 Duration. The period of duration of the corporation is perpetual.

ARTICLE III

3.01 Powers. The corporation is organized for the purposes of transacting any and all useful business.

3.02 Authority of Directors. The board, subject to any specific written limitations or restrictions imposed by the law or by these Articles, shall direct the carrying out of the purposes and exercise the powers of the corporation without previous authorization or subsequent approval by the shareholders of the corporation.

ARTICLE IV

4.01 Stock Certificates. Certificates of stock shall be signed by the president or the vice president, jointly with the secretary and the seal of the corporation shall be impressed thereon.

4.02 Number of Authorized Shares. The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares of common stock.

4.03 Pre-Emptive Right. The holders of shares of this Corporation shall have pre-emptive rights to purchase any shares of the Corporation hereafter issued or any security exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

4.04 Shares Not in Classes. The shares of the corporation are not to be divided into classes.

ARTICLE V

5.01 Cumulative Voting. At all elections of Directors of this Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

ARTICLE VI

6.01 Bylaws. The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any bylaw made by them that such bylaws shall not be altered, amended or repealed by the Board.

6.02 Director Conflicts. Any contract or other transaction between the corporation and one or more of its directors, a committee, shareholders or employees, in which they are interested, or between the corporation and any corporation or association of which one or more of its directors and shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the board of the corporation that acts upon, or in reference to, the contract or transaction; provided, the interested party does not vote or participate in the action; that the interest party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee or its shareholders. This Section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

6.03 Indemnification and Related Matters. The corporation shall indemnify any Officer or Director, any former Officer or Director, to the full extent permitted by law.

6.04 Removal of Directors. At a special meeting of the shareholders called expressly for that purpose, directors may be removed in the manner provided by the bylaws.

6.05 Amendment of Articles of Incorporation. The corporation reserves the right to amend the articles in any manner now or hereafter permitted by the law, as provided by the bylaws.

ARTICLE VII

7.01 Organizing Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation is John Watson, 1161 Lincoln Circle, Winter Park, Florida 32789.

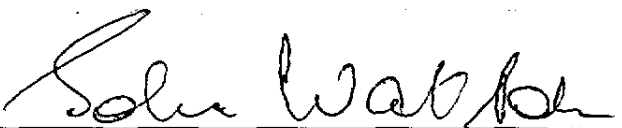
ARTICLE VIII

8.01 Registered Agent and Registered Office. The name of the initial Registered Agent of the corporation is John Watson, 1161 Lincoln Circle, Winter Park, Florida 32789, and the address of the Corporation is 1161 Lincoln Circle, Winter Park, Florida 32789.

ARTICLE IX

9.01 Incorporator. The name and address of the person signing these Articles is John Watson, 1161 Lincoln Circle, Winter Park, Florida 32789.

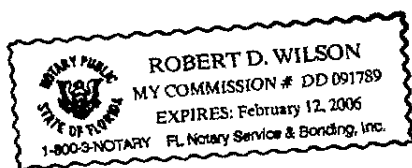
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this ____ day of _____, 2004.


JOHN WATSON

STATE OF FLORIDA
COUNTY OF ~~MARION~~ ORANGE

Sworn to and subscribed before me this 24 day of MAY, 2004, by JOHN WATSON, who is (a) ☒ personally known to me or (b) ☐ produced a driver license as identification.

Notary stamp or seal



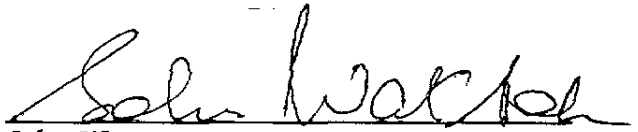
A handwritten signature in black ink, appearing to read "Robert D. Wilson", written over a horizontal line.

Notary Public

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

John Watson, whose address is 1161 Lincoln Circle, Winter Park, Florida 32789, the initial registered agent named in the Articles of Incorporation to accept service of process for COTSWOLD GROUP, ^{LIMITED} INC., a corporation organized under the laws of the State of Florida hereby accepts such appointment as registered agent at the place designated in this certificate.

Dated May 24, 2004.


John Watson

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 MAY 25 AM 11:47