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**TIMOTHY J. COTTER P.A.**

Timothy J. Cotter, Esq.  
599 Ninth Street North  
Suite 313  
Naples, Florida 34102  
(239) 435-0111 phone  
(239) 435-0300 fax

May 25, 2004

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

RE: *Gulf Coast Stone, Inc.*

To whom it may concern:

Enclosed please find an original and one (1) copy of the articles of incorporation of the above corporation.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this Office.

Thank you for your assistance. If you have any questions, please contact my office.

Sincerely,

  
Timothy J. Cotter, Esq.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 6, 2004

TIMOTHY J. COTTER, ESQ.  
599 NINTH STREET NORTH, STE 313  
NAPLES, FL 34102

SUBJECT: STONE, INC.  
Ref. Number: W04000013274

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6962.

Valerie Ingram  
Document Specialist  
New Filings Section

Letter Number: 404A00022388

**ARTICLES OF INCORPORATION  
OF  
GULF COAST STONE, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE 1: NAME**

The name of the corporation shall be:

GULF COAST STONE, INC.

**ARTICLE 2: ADDRESS**

The address of the principal office of the Corporation is 5824 Cinzano Court, Naples, Florida 34119 and the mailing address of the Corporation is 5824 Cinzano Court, Naples, Florida 34119

**ARTICLE 3: NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE 4: TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

**ARTICLE 5: AUTHORIZED SHARES**

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue 10,000 common shares.

**ARTICLE 6: INITIAL REGISTERED AGENT AND ADDRESS**

The street address of the initial Registered Office of the Corporation is 599 9<sup>th</sup> Street North, Suite 313, Naples, Florida 34102, and the name of its initial Registered Agent at that address is Timothy J. Cotter P.A.

**ARTICLE 7: INCORPORATOR(S)**

The name and address of the Incorporators is as follows:

Timothy J. Cotter  
599 9<sup>th</sup> Street North, Suite 313  
Naples, Florida 34102

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TALLAHASSEE, FLORIDA

#### ARTICLE 8: BOARD OF DIRECTOR(S)

The Corporation shall have two directors initially. The number of directors may be decreased or increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

#### ARTICLE 9: INITIAL DIRECTOR(S)

The name of the initial director of this Corporation and their street address is:

Jeffrey Blajian  
5824 Cinzano Court  
Naples, Florida 34119

Petru Sacacian  
18096 Horseshoe Bay Circle  
Ft. Myers, Florida 33912

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE 10: LIABILITY OF DIRECTORS

As fully as possible under the laws of the State of Florida as they now exist and as they may from time to time be revised, the Corporation intends that its Directors be protected from legal action by stockholders or to other persons (natural or otherwise) on account of service as Directors of the Corporation. A Director shall not be liable for damages for actions of the Corporation to stockholders or to any other persons (natural or otherwise) unless such Director engaged in personal fraud affecting such action or actions of the Corporation.

#### ARTICLE 11: LIABILITY OF OFFICERS

As fully as possible under the laws of the State of Florida as they now exist and as they may from time to time be revised, the Corporation intends that its Officers be protected from legal action by stockholders or to other persons (natural or otherwise) on account of service as Officers of the Corporation. An Officer shall not be liable for damages for actions of the Corporation to stockholders or to any other persons (natural or otherwise) unless such Officer engaged in personal fraud affecting such action or actions of the Corporation.

#### ARTICLE 12: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors

and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 25th day of May, 2004.

  
\_\_\_\_\_  
Timothy J. Cotter, Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

GULF COAST STONE, INC.

2. The name and address of the registered agent and office is:

Timothy J. Cotter, P.A.  
599 9<sup>th</sup> Street North, Suite 313  
Naples, Florida 34102

Timothy J. Cotter  
Signature

PROSIDENT  
Title

5/25/04  
Date

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 ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Timothy J. Cotter  
Signature

5/25/04  
Date

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TALLAHASSEE, FLORIDA

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