

P06000039266

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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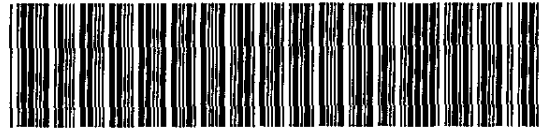
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-6718
3-17-06
140

Accounting Management Advisors, Inc.

Established Since 1968

Congress Square, Ste J

4175 South Congress Ave

Lake Worth, FL 33461

Tel (561) 357-8885 Fax (561) 432-1639

Trusts

Wills

Estates March 8, 2006

Income Taxes

Accounting

Business Consulting

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn.: Wanda Cunningham

RE: Cool Co., Inc.
Ref. No.: W06000006710

Dear Ms. Cunningham,

We are responding to your letter regarding the incorporation of the above named entity. The letter states that the name is already taken and to select a new name.

The new name to be used is COOL & THE GANG INVESTMENT GROUP, INC. I have made the necessary changes in the Articles of Incorporation to reflect the new name.

Please finish processing the filing with the necessary change. If you should have any questions, please feel free to contact me. All documents should be sent directly to my office once completed.

Sincerely,



Elisa A. Armetta, CPA

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 13, 2006

ELISA A. ARMETTA, CPA
4175 SOUTH CONGRESS AVE.
LAKE WORTH, FL 33461

SUBJECT: COOL CO., INC.
Ref. Number: W06000006710

We have received your document for COOL CO., 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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 406A00010223

ARTICLES OF INCORPORATION

Of
COOL & THE GANG INVESTMENT GROUP
~~COOL CO.~~, INC.

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for the purpose, I hereby certify, declare, and set forth as follows, to wit:

Article I - Corporate Name

The name of the Corporation shall be:

COOL & THE GANG INVESTMENT GROUP
~~COOL CO.~~, INC.

Article II - Location

The Corporate location and mailing address are:

40 Country Lake Circle
Boynton Beach, FL 33436

Article III - Existence

The corporation shall exist perpetually unless dissolved according to Florida law.

Article IV - Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida. The general business activity of the corporation will be real estate investments.

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TALLAHASSEE, FLORIDA

Article V - Capital Stock

The corporation is authorized to issue ONE THOUSAND (1,000) share at ONE dollar (\$1.00) par value, which shall be designated "Common Shares."

Article VI - Initial Registered Office of Agent

The name of the Registered Agent and the street address of the initial registered office of the Corporation are:

Darrin Simmons
40 Country Lake Circle
Boynton Beach, FL 33436

Article VII - Officers and Directors

The Corporation at all times shall have at least (1) one director. No person shall be required to won, hold, or control stock in the corporation as a condition of holding an office in the corporation.

The name and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected, are:

Darrin Simmons
40 Country Lake Circle
Boynton Beach, FL 33436

Article VIII - Incorporators

The name and address of the person signing these Articles is:

Darrin Simmons
40 Country Lake Circle
Boynton Beach, FL 33436

Article IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and Shareholders.

Article X

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorated share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

Article XI - Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of stock.

Article XII

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of the corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 23 day of January, 2006.


Darrin Simmons

STATE OF FLORIDA

COUNTY OF Palm Beach

BEFORE ME, the undersigned Notary Public, duly authorized in the State and County aforesaid to take acknowledgements and administer oaths, personally appeared

Darrin Simmons

Who is not personally known by me and who in my presence executed the foregoing instrument and who under oath acknowledged before me that he executed same.

WITNESS my hand and official seal in the County & State as aforesaid this 23rd day of January, 2006.

My commission expires: 05.05.2009

Elisa Armetta

Notary Public

State of Florida at Large

(SEAL)



Certificate designating place of business or domicile for the Service of Process within the State of Florida, naming agent upon whom Process may be served.

Darrin Simmons

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First that,

COOL & THE GANG INVESTMENT GROUP.
~~COOL CO.~~, INC.

Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at:

40 Country Lake Circle
Boynton Beach, FL 33436

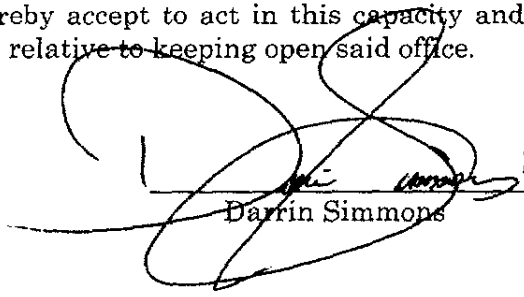
Has named:

Darrin Simmons
40 Country Lake Circle
Boynton Beach, FL 33436

As its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


Darrin Simmons

1/23/06

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TALLAHASSEE, FLORIDA