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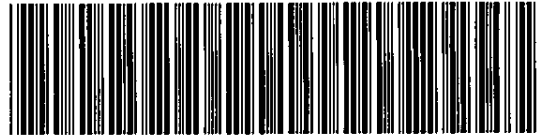
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/22/08

COVER LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Coots Equipment & Irrigation Company, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Frank E. Coots III
Name (Printed or typed)

7092 FL - GA Highway
Address

Havana, Florida 32333
City, State & Zip

850-539-5264
Daytime Telephone number

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

ARTICLES OF INCORPORATION

THE UNDERSIGNED, in order to form a corporation under and pursuant to the General Corporation Law of the State of Florida (Chapter 607 and/or Chapter 621, F.S. (08/11), 20 PM 4:20 hereby certify as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I, Name.

The name of the corporation shall be Coots Equipment & Irrigation Company, Inc.

ARTICLE II, Place of Business.

The principal place of business/mailing address is 7092 FL-GA Hwy Havana, FL 32303.

ARTICLE III, Purpose.

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

ARTICLE IV, Authorized Stock.

Section 1. The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

Section 2. The total number of shares of stock which the Corporation is authorized to issue is five million (5,000,000) shares of Common Stock, with \$.01 par value, all of which shall be of the same class. Each holder thereof shall be entitled to one vote at all meetings of stockholders for each fully paid share of such stock standing in his name on the books of the Corporation on the record date fixed for such meeting.

Section 3. Subject to the provisions of law and the rights of holders of shares at the time outstanding as to dividends, the holders of Common Stock at the time outstanding shall be entitled to receive such dividends at such times and in such amounts as the Board of Directors may deem advisable.

Section 4. In the event of any liquidation, dissolution, or winding up (whether voluntary or involuntary) of the corporation, after the payment or provision for payment in full for all debts and other liabilities of the corporation at the time outstanding prior to rights thereto shall be entitled, the remaining net assets of the corporation shall be distributed ratably among the holders of the shares at the time outstanding of Common Stock.

ARTICLE V, Officers and Directors.

Section 1. The number of directors shall be fixed by the By-Laws or, in the absence of a By-law fixing the number, the number shall be five (5).

Section 2. The officers' information:

Susan M. Coots, President/Secretary, 5103 Wild Rose Way, Tallahassee, FL 32312.

Frank E. Coots III, Vice President/Chief Financial Officer, 5103 Wild Rose Way, Tallahassee, FL 32312.

ARTICLE VI, Registered Agent.

Frank E. Coots III, 7092 FL-GA Hwy, Havana, FL 32303.

ARTICLE VII, Incorporator.

Frank E. Coots III, 7092 FL-GA Hwy, Havana, FL 32303.

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ARTICLE VIII, Term of Existence.

This corporation shall exist perpetually.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX, Limitation of Liability.

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified and held harmless, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE X, Self Dealing.

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent:


Frank E. Coots III

Date: 22 July 2008

Signature/Incorporator:


Frank E. Coots III

Date: 22 July 2008