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DEPARTMENT OF STATE

FLORIDA PROFIT/NON PROFIT CORPORATION

GULF COAST CREMATION SOCIETY, INC

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ARTICLES OF INCORPORATION OF GULF COAST CREMATION SOCIETY, INC.

The undersigned, acting as incorporator, does hereby subscribe to, acknowledged and file the following Articles of Incorporation for the purpose of incorporating a professional corporation under the laws of the State of Florida.

ARTICLE I NAME AND ADDRESS

The name of this professional corporation shall be GULF COAST CREMATION SOCIETY, INC. The principal address of the Corporation is 8500 Ulmerton Road, #305, Largo, FL 33771. The mailing address of the Corporation is P.O. Box 5366, Clearwater, FL 33758.

ARTICLE II CAPITAL STOCK AND PREEMPTIVE RIGHTS

The capital stock authorized and the par value thereof, shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE / PAR SHARE
10,000	\$0.01

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. The payment thereof does not have to be at the time of issuance, provided that such shares are subject to calls thereon until the whole consideration thereof shall have been paid. No shareholder shall have preemptive rights, unless the stockholders otherwise agree.

ARTICLE III BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the shareholders may provide in any bylaws made by them that such bylaws shall not be altered, amended or repealed by the Board of Directors.

Prepared By: Rebecca L. Heist, Esquire Johnson, Pope, Bokor, Ruppel & Burns, LLP 911 Chestnut Street Clearwater, Florida 33766 (727) 461-1818 Bar No. 674591

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ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Corporation shall be at 911 Chestnut Street, Clearwater, FL 33756, and the name of its initial registered agent at such address is MARILYNNE ANDREWS.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation shall be two (2), and the names and addresses of the persons sworn to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Names</u>	<u>Addresses</u>
MARILYNNE ANDREWS	P.O. Box 5366, Clearwater, FL 33758
TERRY L. BEAMER	P.O. Box 5366, Clearwater, FL 33758

ARTICLE VII APPLICABLE LAWS

The Corporation shall operate as a professional corporation under Chapter 607 of the Florida Statutes except where the provisions of Chapter 621 of the Florida Statutes shall control.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator are as follows:

Name	Address
MARILYNNE ANDREWS	P.O.Box 5366, Clearwater, FL 33758

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ARTICLE IX INDEMNIFICATION

This Corporation shall indemnify and insure its officers and Directors, and any former officers and directors, to the fullest extent permitted by law, either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has executed these Articles of Incorporation this 210 day of 000.

MARILYNNE ANDREWS, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, GULF COAST CREMATION SOCIETY, INC., desiring to organize under the laws of the State of Florida hereby designates the undersigned, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of <u>Fla. Stat.</u> §48.091(2) relative to maintaining an office for the service of process.

MARILYNNE ANDREWS

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