

PO9000062430

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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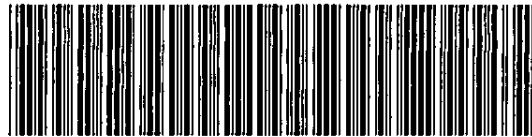
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers JUL 23 2009
609-32443

ROBERT M. JOHNSON, P.L.

Attorney at Law

ONE NORTH TUTTLE AVENUE
SARASOTA, FLORIDA 34237
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FACSIMILE (941) 951-7702

July 9, 2009

Florida Department of State
Division of Corporations – Public Access Accounts
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

In Re: **A & G Holdings, Inc.**

To Whom It May Concern:

We are enclosing Articles of Incorporation for A & G Holdings, Inc. and our checks for the amount of \$78.75 representing the following:

- | | |
|--------------------|----------------|
| • Filing Fees | \$35.00 |
| • Registered Agent | \$35.00 |
| • Certified Copy | <u>\$ 8.75</u> |
| | \$78.75 |

Please transmit the Certificate of Corporation and certified copy of the Articles to the undersigned in the enclosed prepared Federal Express envelope.

Thank you.

Very truly yours,

ROBERT M. JOHNSON, P.L.

Bob Johnson

RMJ:jkh
Enclosures

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ARTICLES OF INCORPORATION
OF
A & G HOLDINGS GULF COAST, INC.

I, the undersigned, hereby execute this document for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **A & G HOLDINGS GULF COAST, INC.**

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the corporation is 6205 Triple Tail Court, Lakewood Ranch, Florida 34202.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The purposes for which the corporation is organized are:

- A. To act as a holding company for other ventures.
- B. To do any and all things or to engage in any activities in which corporations doing business in the State of Florida are authorized to engage by the general corporation laws.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 7,000, all of which shall be common shares with par value of \$1.00 per share.

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ARTICLE VI - PREEMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VII - REGISTERED OFFICE

The street address of the initial registered office of the corporation is 6205 Triple Tail Court, Lakewood Ranch, Florida 34202, and the name of the initial registered agent at such address is **GORDON DOUGLAS**.

ARTICLE VIII - DIRECTORS

The first Board of Directors of the corporation shall consist of:

GORDON DOUGLAS

7347 Meeting Street, Bradenton, Florida 34201

ANDREW DOUGLAS

6205 Triple Tail Court, Lakewood Ranch, Florida 34202

ARTICLE IX - INCORPORATORS

The name and address of the incorporator is:

GORDON DOUGLAS

7347 Meeting Street, Bradenton, Florida 34201

ARTICLE X - OFFICERS

Section 1: The officers of the corporation shall be a President and a Vice-President, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the persons who are to serve as officers of the corporation for the ensuing year, or until the first annual meeting of the corporation, are:

OFFICE

NAME AND ADDRESS

President

ANDREW DOUGLAS

6205 Triple Tail Court, Lakewood Ranch, Florida 34202

Vice-President

GORDON DOUGLAS

7347 Meeting Street, Bradenton, Florida 34201

ARTICLE XI - MAJORITY CONSENT VOTING

Any action required or permitted by the Florida Corporation Act at an annual or special meeting of Stockholders may be taken without a meeting, without prior written notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present and voted. Prompt written notice of the taking of said action shall be given to the nonconsenting Stockholders by (among other methods) mailing said notice to said Stockholders by first class mail, postage prepaid, to their address of record.

ARTICLE XII - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the first day wherein it is qualified to transact business in the State of Florida.

IN WITNESS WHEREOF, we have subscribed our names this 20th day of

July, 2009.


GORDON DOUGLAS

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **GORDON DOUGLAS**, to me known personally or has produced _____ to be the person in and who executed the foregoing instrument, who being first duly sworn, acknowledged before me that he executed the same. (If no type of identification is indicated the persons is personally known to me.)

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of July, 2009.

(Notary Seal)

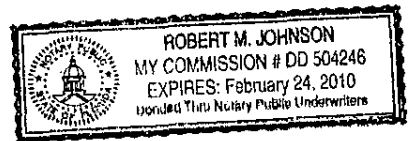
My Commission Expires:



Notary Public

ROBERT M JOHNSON

Print Name of Notary Public




CERTIFICATE DESIGNATING
PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

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

That **A & G HOLDINGS GULFCOAST, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Bradenton, Florida, has named **GORDON DOUGLAS** of 7347 Meeting Street, Bradenton, Florida 34201, as its agent to accept process within this State.

ACKNOWLEDGMENT

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.


GORDON DOUGLAS
Resident Agent

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TALLAHASSEE, FLORIDA