

P11000002705

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/23/10--01007--003 **105.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JAN 10 AM 8:38

T. HAMPTON

JAN 11 2011

EXAMINER

W10-59308

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SOURS HOME AND RESTORATION INC

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

NINA SOURS

Contact Person

Mary G. Stewart, CPA, P.A.

Firm/Company

4456 Tamiami Trail A7

Address

Port Charlotte, Florida 33980

City, State and Zip Code

Nina@PtCharlotteCPA.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nina Sours at (941) 258-3191

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees

☐ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

11 JAN 10 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 27, 2010

NINA SOURS
MARY G STEWART, CPA, PA
4456 TAMiami TRAIL A7
PORT CHARLOTTE, FL 33980

SUBJECT: SOURS HOMES AND RESTORATION LLC
Ref. Number: W10000059308

We have received your document for SOURS HOMES AND RESTORATION LLC and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must contain the name of the corporation as set forth in the Florida Articles of Incorporation.

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Incorporation, if any.

Please return 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) 245-6855.

Tammy Hampton
Regulatory Specialist II

Letter Number: 410A00029788



**Mary G.
Stewart
C.P.A. P.A.**

4456 Tamiami Trail A10
Port Charlotte, FL 33980
Phone: (941) 258-3191
Fax: (941) 258-3192
Mary@PtCharlotteCPA.com

January 5, 2010

Florida Dept of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Sours Homes and Restoration, LLC
Ref No: W10000059308
Conversion of LLC to S Corporation

Dear Sir or Madame:

Attached is a copy of your letter dated December 27, 2010 together with a corrected Certificate of Conversion. The problems you pointed out have been corrected.

The name set forth in the Florida Articles of Incorporation and the name set forth in the Certificate of Conversion are the same, i.e. Sours Homes and Restoration Inc.

The effective date of the conversion is on the date of filing, which is the same date that the articles of incorporation become effective.

If you have any questions or comments, please do not hesitate to contact us.

Sincerely,

Mary G. Stewart, CPA

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

SOURS HOMES AND RESTORATION LLC

Enter Name of Other Business Entity

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on November 12, 2010 Effective Date 12/15/10
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

n/a

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

SOURS HOMES AND RESTORATION INC

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND 2)** must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.607.1115, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

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Signed this 20th day of December, 2010.

Required Signature for Florida Profit Corporation:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Clyde D. Sours

Printed Name: Clyde D. Sours Title: President

Required Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: Clyde D. Sours
Printed Name: Clyde D. Sours Title: President

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

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ARTICLES OF INCORPORATION OF SOURS HOMES AND RESTORATION INC

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under the Florida Statutes.

ARTICLE 1 – NAME

The name of the Corporation is SOURS HOMES AND RESTORATION INC (hereinafter referred to as "Corporation").

ARTICLE 2 – PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 – PRINCIPAL OFFICE

The street address of the principal office of this Corporation shall be:

18987 AYRSHIRE CIRCLE, PORT CHARLOTTE, FL 33948

ARTICLE 4 – INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Nina H. Sours
18987 Ayrshire circle
Port Charlotte, Florida 33948

ARTICLE 5 – CORPORATE CAPITALIZATION

5.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is Ten Thousand shares of common stock, each share having the par value of One Dollar (\$1.00).

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5.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

5.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

5.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 6 – SECTION 1244 STOCK

The stock of this Corporation is intended to qualify under the requirements of section 1244 of the Internal Revenue Code and the regulations issued there-under. Such actions as are necessary will be taken by the appropriate Directors or officers to accomplish this compliance.

ARTICLE 7 – SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 8 – POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 9 – TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

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ARTICLE 10 – REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 11 – APPOINTED OFFICERS

President: Clyde D. Sours
18987 Ayrshire Circle
Port Charlotte, Florida 33948

Treasurer: Nina H. Sours
18987 Ayrshire Circle
Port Charlotte, Florida 33948

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DIVISION OF CORPORATIONS
11 JAN 10 AM 8:08

ARTICLE 12 – REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the registered agent of this Corporation is:

Clyde D. Sours
18987 Ayrshire Circle
Port Charlotte, Florida 33948

ARTICLE 13 – BYLAWS

The Board of Director(s) of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

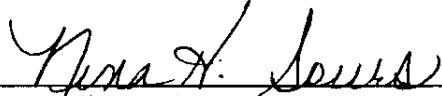
ARTICLE 14 – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 – AMENDMENT

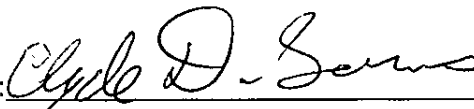
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

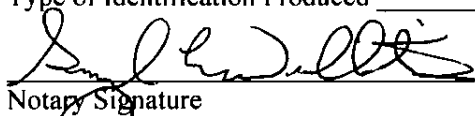
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20th Day of December, 2010.


Nina H. Sours, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: 
Clyde D. Sours, Registered Agent

State of Florida County of Charlotte	
The foregoing instrument was acknowledged before me this <u>20th</u> day of <u>December</u> , 2010, by <u>Clyde D. Sours</u> .	
Personally Known <u>X</u> OR Produced Identification _____ Type of Identification Produced _____	
 Notary Signature	FILED 11 JAN 10 AM 8:08 SECRETARY OF STATE DIVISION OF CORPORATIONS

