

P12000042305

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

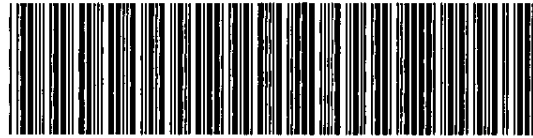
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700224852327

04/27/12--01024--018 **43.75

03/19/12--01044--007 **78.75

Handwritten: 12-5-12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -3 AM 10:46

MAY 7 2012

T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sementa Construction, 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:

Alfred R. Sementa

Contact Person

Sementa Construction, LLC.

Firm/Company

11430 Second Ave.

Address

Punta Gorda, FL 33955

City, State and Zip Code

sementaconstruction@gmail.com

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

For further information concerning this matter, please call:

Fred Sementa

Name of Contact Person

at (239) 898-3801

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

SEMENTA CONSTRUCTION, INC.

11430 Second Avenue

Punta Gorda, Florida 33955

Alfred Sementa

President

April 24, 2012

Florida Department of State

Office Secretary of State

Division of Corporations

P.O. Box 6237

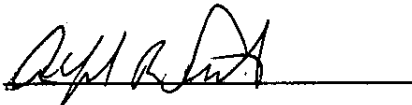
Tallahassee, Florida 32314

To whom it may concern:

Enclosed is our Articles of Incorporation for SEMENTACONSTRUCTION, INC.

We have also enclosed our check in the amount of 43.75. An original check was sent in the amount of \$78.75 to file for new corporation instead of conversion.

Thank You,

A handwritten signature in dark ink, appearing to read 'Alfred Sementa', is written over a horizontal line.

Alfred Sementa

President



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 20, 2012

ALFRED SEMENTA
11430 SECOND AVE
PUNTA GORDA, FL 33955

SUBJECT: SEMENTA CONSTRUCTION, INC.
Ref. Number: W12000015863

We have received your document for SEMENTA CONSTRUCTION, 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 corrected 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) 245-6052.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 412A00009736

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:

Sementa Construction 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 August 25, 2005

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:

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

Sementa Construction, 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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY - 3 AM 10:46

Signed this 24 day of APRIL, 2012.

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: _____

Printed Name: ALFRED R. SEMENTA 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: _____

Printed Name: ALFRED R. SEMENTA Title: OWNER

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)

ARTICLES OF INCORPORATION
OF
SEMENTA CONSTRUCTION, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is SEMENTA CONSTRUCTION, INC.

ARTICLE II

Business

The general nature of this business of businesses to be transacted by this corporation is:

- (1) Cabinet construction.
- (2) Open for any type of business the corporation deems to be profitable.

ARTICLE III

Capital Stock

The maximum number of shares of stock authorized to be issued by this corporation is 1,000 shares of capital stock of the par value of \$1.00 each, all of which shall have the same rights and privileges.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY - 3 AM 10:46

Each share of capital stock shall entitle the holder thereof to one vote at any stockholder's meeting and otherwise to participate in all such meeting and in the assets of the corporation. They shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of such shares. They may be paid for in lawful money of the United State of America, or in property, labor, or services.

No holders of shares of any class of stock, now or hereafter authorized, shall have any right as such to purchase, subscribe for or otherwise acquire from the corporation any shares of its stock of any class or any securities convertible into shares of its stock, or any warrants or rights to subscribe for or purchase shares of its stock, whether now or hereafter authorized, except such rights as the Board of Directors in its absolute discretion may grant to such holders.

ARTICLE IV

Initial Capital

The corporation shall begin business with a paid-in capital of One Thousand Dollars (\$1,000.00).

ARTICLE V

Existence

The corporation shall have perpetual existence unless dissolved according to law.

ARTICLE VI

Principal Office

The initial street address of the principal office of the corporation in this State will be 11430 Second Avenue, Punta Gorda, Florida 33955. The Board of Directors may from time to time move the principal office to any other address in Florida and the corporation may have other offices, agencies, and branches, at such places as may be determined by the Board of Directors.

Meetings of the stockholders and directors of the corporation, and the place or places for the holding of such meetings may be specified in the by-laws or by the Board of Directors.

ARTICLE VII

Board of Directors

The Board of Directors shall consist of not less than one nor more than three persons who shall be selected in the manner prescribed in the by-laws. The exact number of directors may be fixed by the by-laws or by the stockholders. Directors need not be stockholders of the corporation. They shall hold office after their election for a period of one year or until their successors are duly elected and qualified, subject to their removal by the stockholders at any time with or without cause. The Board of Directors shall have complete charge of the business of the corporation and

shall have power to elect committees to the Board of Directors and to delegate to them, as well as to the officers of the corporation, such powers in the conduct of the corporation's business as may be deemed advisable. The Board of Directors shall have full power to specify the conditions upon which stock certificates shall be issued and to replace lost or destroyed certificates by a new issue.

The Board of Directors shall elect the officers of the corporation who shall consist of a President, Vice President, Secretary, and Treasurer and such other officers as the Board of Directors may deem advisable and shall determine the compensation of such officers, including those who may also be directors. None of these officers are required to be stockholders of the corporation. All such officers shall have such rank and tenure of office, powers, and other duties as may be prescribed by the by-laws of the Board of Directors by appropriate resolution.

ARTICLE VIII

Subscribers, Incorporators, and First Directors

The names and street addresses of the Subscribers, Incorporators, and First member of the Board of Directors are:

- (1) Alfred Sementa
11430 Second Avenue
Punta Gorda, Florida 33955

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -3 AM 10:46

ARTICLE IX

Conflict of Interest

No contract of other transaction between the corporation and any other corporation shall be effected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is or are a director or directors or officers or officers of such other corporation, and no contract or other transaction between the corporation and any other person or firm shall be effected or invalidated by the fact that any one or more directors of this corporation is a part to, or are parties to, or interested in such contract or transaction, provided that in each such case the nature and extent of the interest of such director or directors is or are a director or directors or officer or officers of such other corporation is disclosed at the meeting of the Board of Directors at which such contract or other transaction is authorized.

ARTICLE X

Indemnification


The corporation shall indemnify every person who is serving as an officer, director, employee, or agent of the corporation, or at its

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -3 AM 10:46

request, of any other corporation of which it is a stockholder or creditor and from which such person is not entitled to be indemnified, in the manner and to the full extent permitted by the Florida Statutes, subject to the limitation on and condition of such indemnification shall not effect any other rights to which such person may be entitled.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -3 AM 10:46

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24
day of APRIL, 2012.



Alfred Sementa

ALFRED R SEMENTA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY -3 AM 10:46

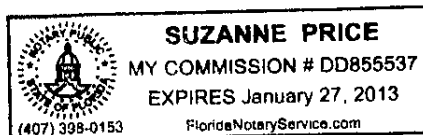
STATE OF FLORIDA

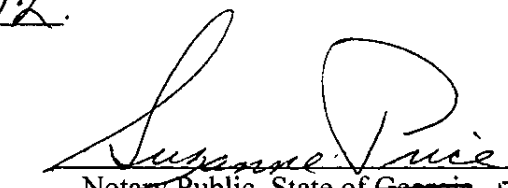
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that before me, the undersigned authority, this day
personally appeared Alfred Sementa to me know and known to me to be the person (s)
described in and who subscribed to the forgoing Articles of Incorporation, and who
acknowledged to me that they executed the same freely and voluntarily for the uses and
purposes therein expressed.

WITNESS my hand and official seal at Punta Gorda, Florida
~~Hendersonville, North Carolina~~

This 24 day of April, 2012.



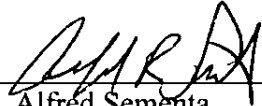

Notary Public, State of ~~Georgia~~ FLORIDA
My commissions expires: 1/27/13

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

SEMENTA CONSTRUCTION, INC.

Desiring to organize upon the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Punta Gorda, County of Charlotte, State of Florida, has named Alfred Sementa located at, 11430 Second Avenue, Punta Gorda, Florida 33955, City of Punta Gorda, County of Charlotte, state of Florida, as its agent to accept service of process within this state.

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

By 
Alfred Sementa
(Residing Agent)