

P13000005320
Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
GATE COMPANIES, INC.

Certificate of Status	0
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Page Count	03
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ARTICLES OF INCORPORATION
OF
GATE COMPANIES, INC.

ARTICLE I - NAME

The name of the corporation is: GATE Companies, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and mailing address of the Corporation is 9540 San Jose Blvd., Jacksonville, Florida 32241.

ARTICLE III - CAPITAL STOCK

The Corporation is authorized to issue eight million twenty thousand (8,020,000) shares of capital stock. Twenty thousand (20,000) shares of capital stock shall be designated as voting common shares having a par value of five cents (\$0.05) per share. Eight million (8,000,000) shares of capital stock shall be designated as non-voting common shares having a par value of five cents (\$0.05) per share.

1. Voting Rights.

(a) Each holder of voting common stock shall have one vote in respect of each share of voting common stock held by such shareholder. The exclusive voting power with respect to the Corporation shall be vested in the holders of voting common shares except as otherwise expressly required by law.

(b) Except as otherwise expressly required by law, the holders of non-voting common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders and the exclusive voting power with respect to the Corporation shall be vested in the holders of voting common shares.

2. Dividends. Whenever dividends (other than dividends in shares of stock of the Corporation) are declared, the same dividend per share shall be declared and paid upon shares of voting and non-voting common stock without distinction. Dividends paid in shares of stock of the Corporation shall be paid in voting shares when paid on shares of voting common stock and in non-voting shares when paid on shares of non-voting common stock.

3. Liquidation. In the event of liquidation or dissolution of the Corporation, whether voluntary or involuntary, all assets and funds of the Corporation shall be divided and distributed among the holders of common shares *pro rata* according to their respective number of shares without distinction as to whether the shares are voting or non-voting.

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4. Identical Rights. Except as provided in Paragraphs 1 and 2 above, the preferences, limitations and relative rights of the voting and non-voting shares of common stock shall be identical.

5. No Preemptive Rights. The shareholders of the Corporation do not have a preemptive right to acquire the Corporation's unissued share.

6. Restrictions on Transfer of Stock. Restrictions on the sale, transfer or encumbrance of shares of stock in the Corporation may be imposed by Bylaw provision or by shareholders' agreement recorded in the minute book of the Corporation.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the Corporation is c/o Rogers Towers, P.A., 1301 Riverplace Blvd., Suite 1500, Jacksonville, FL 32207, and the name of its initial registered agent at such address is E. Allen Hieb, Jr.

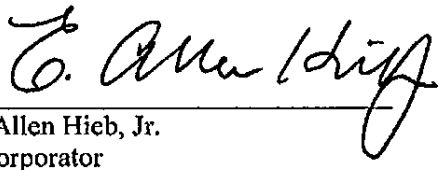
ARTICLE V - INCORPORATOR

The name and address of the sole Incorporator of the Corporation is as follows: E. Allen Hieb, Jr., c/o Rogers Towers, P.A., 1301 Riverplace Blvd., Suite 1500, Jacksonville, FL 32207.

ARTICLE VI - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of January, 2013.



E. Allen Hieb, Jr.
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

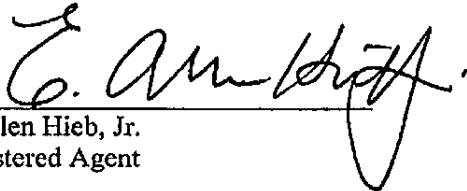
Pursuant to the provisions of section 607.0501, Florida Statutes, the below named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:
GATE Companies, Inc.
2. The name and address of the registered agent and office are:

E. Allen Hieb, Jr.
c/o Rogers Towers, P.A.
1301 Riverplace Blvd., Suite 1500
Jacksonville, FL 32207

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.

January 15, 2013


E. Allen Hieb, Jr.
Registered Agent

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