

P13000017093

Phyllis Marley  
(Requestor's Name)

William N. Gambert, Attorney at Law  
(Address)

2102 S. Ridgewood Ave  
(Address)

Edgewater, FL 32141 #7  
(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

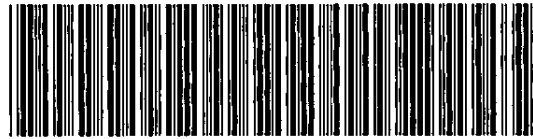
(Business Entity Name)

(Document Number)

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MRS  
2/21/13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

13 JAN 29 AM 9:51

FILED

EFFECTIVE DATE 2/1/13



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
2013 FEB 19 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 30, 2013

PHYLLIS MAMLEY  
WILLIAM N GAMBERT, ATTORNEY AT LAW  
2102 S. RIDGEWOOD AVE, #7  
EDGEWATER, FL 32141

SUBJECT: DAWN TO DUSK CATERING, INC.  
Ref. Number: W13000005861

We have received your document for DAWN TO DUSK CATERING, INC. and your check(s) totaling \$70.00. 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 because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

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.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 013A00002333

Family Law  
Probate  
Real Estate

**William N. Gambert**

FL Bar # 218642

**ATTORNEY AT LAW**

2102 South Ridgewood Avenue, Suite 7  
Edgewater, Florida 32141  
Phone: (386) 423-3830  
Fax: (386) 427-1881  
E-mail: Legal2102@aol.com

February 15, 2013

Ms. Ruby Dunlap  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Dawn to Dusk Catering, Inc.  
Reference Number: W13000005861

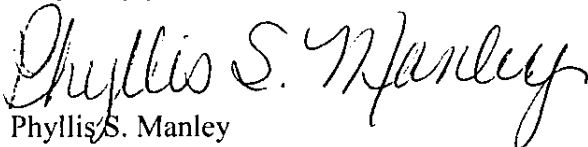
Dear Ms. Dunlap:

This is a reply to your letter dated January 30, 2013 regarding the above referenced corporation.

The principals of both Dawn to Dusk Catering, LLC and the proposed Dawn to Dusk Catering, Inc. are one and the same. Mr. Cassidy filed his own LLC, but his accountant wants him to do business through a subchapter S corporation.

Please let us know if you require anything further from us.

Very truly yours,



Phyllis S. Manley  
Paralegal Assistant to  
William N. Gambert

**ARTICLES OF INCORPORATION**

**OF**

**DAWN TO DUSK CATERING, INC.**

**FILED**

**13 JAN 29 AM 9: 51**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**EFFECTIVE DATE 2/1/13**

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the Laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be:

**DAWN TO DUSK CATERING, INC.**

**ARTICLE II**

This corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida.

A. The specific business of the corporation will be to operate a restaurant and catering food to the general public.

**ARTICLE III**

The maximum number of shares of stock this corporation may issue is one hundred shares of common stock, which shall be the Common Stock of no par value. All said Common Stock, which shall be payable, in cash, or payable by property, labor or services at a just valuation fixed by the stockholders.

**ARTICLE IV**

The amount of capital with which this corporation shall begin is not less than Five Hundred (\$500.00) Dollars.

**ARTICLE V**

The corporation shall have perpetual existence.

**ARTICLE VI**

The Principal place of business for said corporation shall be at 4612 Nellie Street, Edgewater, Volusia County, Florida, 32141. The mailing address is 4612 Nellie Street, Edgewater, Volusia County, Florida, 32141. The registered agent is Phyllis S. Manley and her business office is 2102 S. Ridgewood Avenue, Suite 7, Edgewater, Volusia County, Florida 32141.

**ARTICLE VII**

That the business of the corporation shall be managed by the stockholders of the corporation. The Board of Directors shall initially consist of John T. Cassidy. The said corporation may have additional members on the Board of Directors as may be authorized in the bylaws of the corporation.

**ARTICLE VIII**

The name and residence address of the person signing these Articles of Incorporation as subscriber is as follows:

John T. Cassidy  
4612 Nellie Street  
Edgewater, Florida 32141

## **ARTICLE IX**

No holder of common stock of the corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the corporation.

## **ARTICLE X**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation and its stockholders are hereby adopted as a part of these Articles of Incorporation.

- A. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding as office in this corporation.
- B. No holder of any stock of the corporation shall be required to own, hold or control stock in the corporation without first giving sixty (60) days written notice to stockholders of said stockholder's intention to transfer or sell stock. All other stockholders collectively shall have an absolute first option to purchase said stock being offered for sale under a formula of evaluation, based on net worth adopted by the stockholders from time to time, which formula of evaluation shall be on a prorates basis or as may be mutually agreed upon. In the event the stockholder offering said stock by the stockholders, said stockholder shall have the right to justify a higher evaluation provided he is willing to bear the expense involved. Said stockholder may request the purchase price of this stock be established by a

Board of Arbitrators consisting of three members: one member shall be appointed by the other stockholders collectively who have the right to purchase; and the third member shall be bound by the decision which shall be enforceable by the courts, if need be, as provided for under Florida law at the time of the court action.

- C. The stockholders shall have power to hold their meetings within or without the State of Florida. The stockholders shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used. Any action taken at such meeting shall be reduced to writing and signed by the stockholders within a period of fifteen (15) days from date of said meeting and filed with the secretary of the corporation as part of the corporate minutes.

#### ARTICLE XI

The names and residence addresses of the officers of the corporation are as follows, which include the initial directors:

<u>NAME</u>	<u>OFFICE</u>
John T. Cassidy 4612 Nellie Street Edgewater, Florida 32141	President

**ARTICLE XII**

The corporation may have such other officers and agents as may be deemed necessary. All officers and agents shall be chosen in such manner and shall hold their offices for such terms, and shall have powers and duties as may be prescribed by the bylaws or determined by the stockholders.

**ARTICLES XIII**

The said corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

**STATE OF FLORIDA  
COUNTY OF VOLUSIA**

**BEFORE ME**, the undersigned authority, personally appeared, **JOHN T. CASSIDY** who is to me well known to be the person(s) described in and who subscribed the foregoing Articles of Incorporation and freely and voluntarily acknowledged before me according to law that they were made and subscribed for the uses and purposes therein mentioned and set forth. The person(s) provided the following identification prior to executing the foregoing, to-wit: personally known.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal at Volusia, in said County and State this 25<sup>th</sup> day of January 2013.

*Kimbralee A. Wilsey*  
Notary Public  
My commission Expires



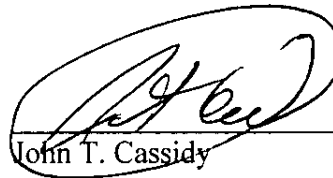
**KIMBRALEE A. WILSEY**  
MY COMMISSION # EE 103250  
EXPIRES: June 27, 2015  
Bonded Thru Budget Notary Services



**ARTICLE XIV**

The Corporation existence shall commence on the 1<sup>st</sup> day of February, 2013. The undersigned may operate said corporation under the provision of 2013 Subchapter S of the Internal Revenue Code.

IN WITNESS WEHEROF, the undersigned has made and subscribed these Articles of Incorporation for the uses and purpose aforesaid.

  
John T. Cassidy

**FILED**  
13 JAN 29 AM 9: 51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

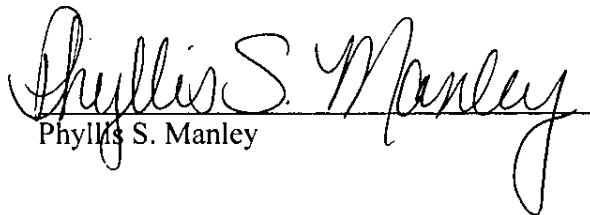
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TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.097, Florida Statutes, the following is submitted in compliance with said Act:

Dawn to Dusk Catering, Inc. desiring to organize under laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Edgewater, County of Volusia, State of Florida, has named Phyllis S. Manley, located at 2102 South Ridgewood Ave, Suite 7, Edgewater, Florida, 32141 as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

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 this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Phyllis S. Manley