

P15000041829

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

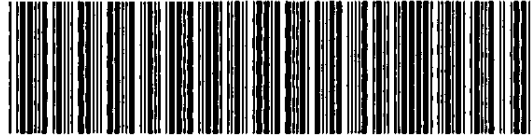
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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04/28/15--01026--014 **78.75

15 MAY 20 PM 12:08

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COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Gulf Coast Sodding of FL Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☒ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Wade Wilson CPA PA

Name (Printed or typed)

1517 W. Garden St.

Address

Pensacola, FL 32502

City, State & Zip

850-438-1122

Daytime Telephone number

elizabeth@gulfcoastsodding.com

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

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2015

WADE WILSON CPA PA
1517 W. GARDEN ST.
PENSACOLA, FL 32502

SUBJECT: GULF COAST SODDING OF FL INC
Ref. Number: W15000031465

We have received your document for GULF COAST SODDING OF FL 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 registered agent and street address must be consistent wherever it appears in your document.

Florida law does not allow a business entity to designate a registered agent outside the State of Florida.

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.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 115A00009165

Wade Wilson, C.P.A., P.A.

1517 West Garden Street
Pensacola, Florida 32502
Office 850-438-1122
Fax 850-438-1414

May 18, 2015

Florida Department of State
Division of Corporations
Attn: Maryanne Dickey
P. O. Box 6327
Tallahassee, FL 32314

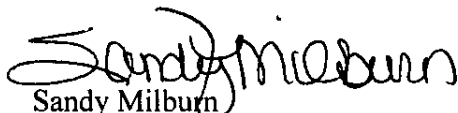
Re: Gulf Coast Sodding of FL Inc.
Ref: Number: W15000031465

Dear Maryanne:

Per our conversation this morning enclosed are the corrected Articles of Incorporation for Gulf Coast Sodding of FL Inc. John Simmons, a Florida resident will be serving as the registered agent for the Corporation with Elizabeth Britt being the Incorporator.

Should you have any questions or require any additional information, please contact our office.

Sincerely,


Sandy Milburn
Administrative Assistant
sandy@wadewilsoncpa.net

Articles of Incorporation
For

Gulf Coast Sodding of FL Inc

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of the State of Florida and located in the county of Santa Rosa, hereby adopt(s) the following Articles of Incorporation:

Article I: Corporate Name

The name of this corporation shall be as follows:

Gulf Coast Sodding of FL Inc

Article II: Initial Principal Office

The initial location of the office space and the initial mailing address for this business will be:

John Simmons
900 Bay Blvd.
Pensacola, FL 32503

Article III: Shares of Stock

The total number of shares of stock that this corporation shall have authority to issue is 100 shares of stock (certificates will be issued). The initial investment made by the shareholders is listed in the stock log. The initial stockholders shall be John Simmons 50 shares and Elizabeth Britt 50 shares.

All shares of stock transfer and/or sale will be recorded on this log. It will be maintained in a secure place in addition to the original stock certificates being held by the Shareholder.

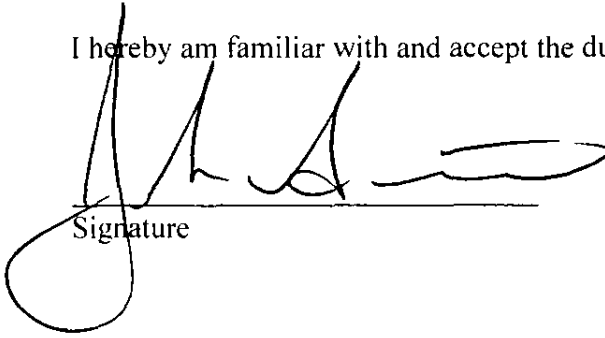
Article IV: Registered Office & Agent

The name and street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

John Simmons
Gulf Coast Sodding of FL Inc
900 Bay Blvd., Pensacola, FL 32503
Escambia
(850) 255-4050

15 MAY 20 PM 12:08

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.



Signature

4-11-15

Date

Article V: Purpose of this Corporation

The purpose for the formation of this corporation is to organize this company in a fashion that will allow the shareholders to function/provide services in any lawful manner permitted by the laws of the State of Florida.

This corporation will be listed with the IRS as an "S" Corporation. The necessary documents will be filed as soon as the EIN number is obtained.
(Estimated that filing will be completed by 04/20/15).

Article VI: Directors

The names and addresses of the persons constituting the initial board of directors of this corporation are:

Name: John Simmons - President
Address: 900 Bay Blvd.
City & State: Pensacola, FL 32503

Name: Elizabeth Britt – Vice President/Secretary/Treasurer
Address: 133 Wylie Dr.
City & State: Baton Rouge, LA 70808

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors will be elected.

Article VII: Liability of Directors

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for:

- 1) breaches of duty of loyalty,
- 2) acts or omissions not in good faith,
- 3) acts or omissions that involve intentional misconduct,
- 4) acts or omissions that involve knowing violations of law continuation of the limits of liability for the directors,
- 5) declaration of unlawful dividends,
- 6) unlawful stock repurchases,
- 7) unlawful stock redemption,
- 8) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Article VIII: Other Provisions

Preemptive Rights:

This corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued in relation to the percentage of each current shareholder ownership interest.

Director or Officer Interest:

In the absence of fraud, no transaction between this corporation and any other association corporation or any director or officer of this corporation individually shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction:

No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the same price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer at any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholders in writing within the thirty (30) day period and the shares may then be purchased by the shareholder, on the same terms and conditions as offered to the corporation and only within thirty (30) days from and after the date on which the corporation declines to exercise its option. In the event that the corporation or shareholder shall not exercise their option to purchase the shares after (60) days they may be offered for sale to other persons.

Corporate Seal:

This Corporation will not have a seal.

Execution of Written Instruments:

All instruments that are executed on behalf of this corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or the Vice-President. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer or agent that is specifically designated by resolution of the board of directors.

Certification

State of Florida:

County of Escambia:

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Elizabeth Britt
Elizabeth Britt, Incorporator

Vice President
Title

4/11/15
Date

Elizabeth Britt
Incorporator
Gulf Coast Sodding of FL Inc.
133 Wylie Drive
Baton Rouge, LA 70808

Subscribed and sworn to (or affirmed) before me this the 11th day of April, 2015. With an incorporation effective date of 04/20/2015.

Sandra K. Milburn
Notary Signature

Sandra K. Milburn
Notary Name

Notary Stamp or Seal:

Commission Expires on:

November 25, 2017

