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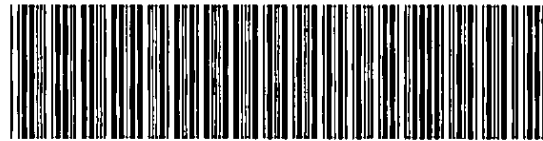
(Business Entity Name)

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ARTICLES OF INCORPORATION FOR

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**Flagstone Pools & Pavers, Inc.**

The undersigned incorporator for the purpose of starting a business in the state of Florida, hereby meet and agree, and choose to form a corporation as the legal format to conduct said business, whereby adopting the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation shall be:

Flagstone Pools & Pavers, Inc.

**ARTICLE II**

The starting principal place of business address shall be:

3008 Crest Drive  
Clearwater, FL 33759

Shall any change in address occur, the principals of the corporation are aware that such change, shall immediately be reported to the Department of Corporations in Tallahassee, Florida, within the stipulated allotted time to do so, as prescribed by the statutes of the State of Florida, and the guidelines of the Department of Corporations, of the State of Florida.

### **ARTICLE III**

The principal purpose for which this corporation is organized, is to contract for the construction of any and all real estate edifices, whether commercial, or residence; and additions, covering pools, and any other enhanced improvement, where the use of pavers, and or designed stones shall be used. The activity of the corporation shall not be limited to new construction. Already existing structures, whether commercial, or residences; desiring to add, to enhance their buildings, shall be primary clients to the corporation. The corporation shall execute careful planning to custom designed pools to existing residences, alter and redesign existing pools, and grounds to include the installation of pavers, and or the possible contracting of new residences, and or commercial structures to which designed pools will be an addition. The corporation shall, within the legal ramifications of the Laws of the State of Florida, any other State of the Union, and or the laws of the United States of America, lawfully execute its business activity, within and without the State of Florida, any other state, or nationally as it may occur.

The corporation shall comply with any, and all laws governing such activities by the State of Florida, and the laws of the United States of America. The corporation shall reserve the right, should the situation arise, of amending this Article, to accommodate any other related activity That may present itself, and one which might not have been specified herein.

### **ARTICLE IV**

The initial number of shares of stock that the corporation is authorize to issue is: 1,000 shares, bearing an initial par value of One ( \$ 1.00 ) Dollar each. This may be subject to change, should the corporate needs require a larger capital structure, whereas an amendment to this article shall become necessary to be elevated to the Department of Corporation in Tallahassee, to request such a change to accommodate either a larger number of shares, and or an increase in the par value. This measure shall require a general meeting of the Stockholders, to ascertain their approval on a majority basis.

#### ARTICLE V

The name and address of the incorporator of these Articles of Incorporation are:

Philip Scott Struthers  
3008 Crest Drive  
Clearwater, FL 33759

#### ARTICLE VI

The initial officers, and directors of the corporation are:

Philip Scott Struthers- President  
Jacob T. Struthers- Vice-President

The initial officers, and directors of the corporation, shall remain in office until elections for such offices take place the fourth Monday of the month of February of 2022. The place, and time of which, shall be specified in the corporate By-Laws.

It shall be the responsibility of the officers conducting the administration of the corporation's Financial affairs, to ascertain a competent accountant who shall prepare, based on information provided by the officers, Financial Statements which will reflect accurately, the business activity of the corporation, and upon which, sound, and pertinent decisions may be made concerning the growth, and financial developing thereof.

The state of the corporation shall be delivered immediately after the elections, by the President, in a meeting of the Stockholders which shall entice, the reading of the financial position of the corporation, as reflected in the above mentioned Financial Statements. Such information shall be of an informative nature, to satisfy the needs of the stockholders, and to indicate in a clear manner, the past, and future course for the entity to follow.

In the event of the possible absence of the President, the Vice-President shall assume that office to execute any, and all business at hand, which had been pre-determined.

The officers, and directors of the corporation shall record in an accurate manner, all corporate decisions, activities regarding, meetings, elections, appointments of employees, acquisition of the services of a lawyer, acquisition of a physical office, the acquiring of an accountant, the possible acquisition of pertinent equipment, and any and all matters pertaining, and concerning the entire daily routine of the corporation. The President shall call a special meeting of the Stockholders, to accommodate, any, and all changes as herein described.

The initial Directors, Incorporators, and Officers, shall also be responsible to furnish the corporation with the By-Laws that shall guide, and rule the activities herein described.

## **ARTICLE VII**

The initial officers, and directors, shall decide, whether to apply to the Internal Revenue Service; to operate as a Sub-Chapter S corporation. If so favorably decided, the corporation shall then call for a meeting of the Stockholders, with the purpose of informing them of their decision, and to ascertain a show of hands, as a mean of getting a quorum of approval, in which case, the corporation thus, shall conduct its business as a Sub-S corporation, until such time when the officers, and directors decide otherwise, or until the corporation's business activities shall make it necessary due to its volume, and as prescribed by the Internal Revenue Service Code, to revert to a C corporation format.

## ARTICLE VIII

The incorporator, and initial Directors, and Officers, shall reserve the pre-emptive right to acquire all outstanding shares of stock available, at the prescribed initial par value. Should additional shares of stock need be issued, the hereby guidelines governing such action, as outlined on Article IV, shall applied.

## ARTICLE IX

The name, and address, and Email address of the initial Registered Agent are:

Philip Scott Struthers  
3008 Crest Drive  
Clearwater, FL 33759

Email- scott.flagstonebuilders@gmail.com

I certified that I am familiar with the laws governing corporations in the State of Florida, and that I understand the responsibilities and duties of the office of Registered Agent, and that I'll accept graciously, the responsibilities of such an office.

A handwritten signature in black ink, appearing to read "Philip Scott Struthers", is written over a horizontal line.

Philip Scott Struthers- Registered Agent

The incorporator thence, hereby affixes his Hand, and Seal, and says is the person he says he is, and the incorporator of these Articles of Incorporation; and does so, of his own free will, and desire without coercion or personal reservation.

Philip Scott Struthers

Philip Scott Struthers- Incorporator

State of Florida

County of

Pinellas

Before me, a Notary Public for the State of Florida, personally appeared Philip Scott Struthers, who claims to be the person he says he is, by showing legally issued Driver's License for the State of Florida, and who states he is the Incorporator of the Articles of Incorporation herewith provided, attaches his Hand, and stamps His Seal, this 3<sup>rd</sup> day of November, of the Year of Our Lord, 2020

Miranda DuHlap

Notary Public

My Commission Expires:

3-11-2021

