

P23000081182

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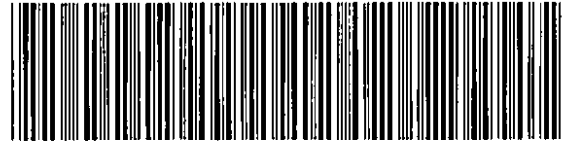
(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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STATE CLERK OF STATE  
TALLAHASSEE, FL

159

## COVER LETTER

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

SUBJECT: GBI GENERAL CONSTRUCTION CORP  
(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  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

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

**ADDITIONAL COPY REQUIRED**

FROM: GERGO SZENDI  
Name (Printed or typed)

705 SOUTH BEACH ST APT 156  
Address

DAYTONA BEACH, FL 32114  
City, State & Zip

801-898-2000  
Daytime Telephone number

JWPLACTICS@YAHOO.COM  
E-mail address: (to be used for future annual report notification)

SECRETARY OF STATE  
TALLAHASSEE, FL

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

**ARTICLES OF INCORPORATION AND BYLAWS  
OF  
GBI GENERAL CONSTRUCTION CORP**

**ARTICLE I  
NAME**

The name of the Corporation is: **GBI GENERAL CONSTRUCTION CORP**

**ARTICLE II  
REGISTERED OFFICE AND AGENT**

The address of the registered office in the State of Florida is:  
**705 South Beach Street Apt 156 Daytona Beach, Florida 32114**

The name of its registered agent at such address is:  
**Gergo Szendi**

**ARTICLE III  
PURPOSES AND POWERS**

The Corporation is organized and authorized: (a) To conduct and to carry on business relating to the practice of accounting services, education, financial consulting in the Financial industry. (b) To own, acquire, buy and sell real estate and any interest of any kind whatsoever therein. (c) To enter into, make, perform, and carry out contracts of any kind for any lawful purpose with any persons, firms associations or corporations. (d) To purchase, acquire, lease, own, and enjoy any and all such other property, real and personal, as may be reasonably necessary for the carrying on of the business of the corporation. **The corporation shall allow its President and Vice-President to open corporate bank accounts and write checks from the corporate account for business related expenses.** The corporation shall further have all powers specified in Sections Four and Five of the Florida Business Corporation Act.

**ARTICLE IV  
AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of common voting stock having no par value; when issued and said shares shall be fully paid and non-assessable.

**ARTICLE V  
PREEMPTIVE RIGHTS**

No shareholder of the Corporation shall, because of his or her ownership of the shares, have any preemptive or other rights to purchase, subscribe for, or take all or part of any

shares or all or part of any notes, debentures, bonds or securities convertible into or carrying options for warrants to purchase shares of the Corporation issued, optioned or sold by it after its incorporation. Such share may be sold or disposed of by the Corporation pursuant to resolution of its Board of Directors to such persons and upon such terms as may, to such Board of Directors, seem proper without first offering such shares or securities of any part thereof to existing shareholders.

## **ARTICLE VI VOTING OF SHARES**

Each outstanding share of common stock of the Corporation shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders, each shareholder being entitled to vote his or her shares in person or by proxy executed in writing by such shareholder or by their duly authorized attorney-in-fact. At each election of directors, each shareholder entitled to vote at such election shall have the right to vote in person or by proxy the number of shares owned by them for as many persons as there are directors to be elected and for whose election they have the right to vote, but the shareholder shall have no right whatsoever to accumulate his votes with regard to such election.

## **ARTICLE VII INCORPORATOR**

The name and mailing address of the incorporator is as follows:

**GBI GENERAL CONSTRUCTION CORP**  
705 South Beach Street Apt 156 Daytona Beach, Florida 32114

## **ARTICLE VIII BOARD OF DIRECTORS**

The management of the affairs, property and interests of the Corporation shall be vested in the Board of Directors. (a) The number of directors constituting the initial board shall be two (2) in number, provided, however, that the number of directors may be changed from time to time by a provision of the By-laws, but in no event shall the number of directors be less than one (1) nor more than ten (10). (b) The following shall be the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until successors are elected and qualified are as follows:

### **DIRECTOR NAME MAILING ADDRESS**

Gergo Szendi  
705 South Beach Street Apt 156 Daytona Beach, Florida 32114  
&  
Istvan Gyorgy  
705 South Beach Street Apt 156 Daytona Beach, Florida 32114

&  
William Reuter  
705 South Beach Street Apt 156 Daytona Beach, Florida 32114

**ARTICLE IX  
DURATION OF CORPORATION**

The duration of this corporation is perpetual.

**ARTICLE X  
INDEMNIFICATION; LIMITATION OF LIABILITY**

The corporation shall indemnify any and all persons who may serve at any time as directors or officers or who at the request of the Board of Directors of the Corporation may serve or at any time have served as directors or officers of another corporation in which the Corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assignees, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim action, suit or proceeding in which they, or any of them are made parties, or a part, or which may be asserted against them or any of them, by reason of being or have been directors or officers of the Corporation, or such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit or proceeding to be liable for his or her own negligence or misconduct in the performance of their duty. Such indemnification shall be addition to any other rights to which those indemnified may be entitled under law, By-law, agreement, vote of shareholders or otherwise.

**ARTICLE XI  
AMENDMENT OF ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended by a majority vote of the Board of Directors, unless otherwise provided by the law or by the law or by the by-laws of the Corporation.

IN WITNESS WHEREOF, the undersigned INCORPORATOR, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida, does hereby execute these Articles of Incorporation this 12th day of November, 2023 \_\_\_\_\_ Gergo Szendi, INCORPORATOR

THE APPOINTMENT OF the aforesaid Registered Agent of the Corporation **GBI GENERAL CONSTRUCTION CORP** is hereby acknowledged this 12th day of November, 2023 \_\_\_\_\_ Gergo Szendi,  
REGISTERED AGENT

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CLERK OF STATE  
TALLAHASSEE, FL