

P95000055347

GUTTERWORKS
(Requestor's Name)
2595 CENTERVILLE RD.
(Address)
TALLAHASSEE FLA. 32308
(City, State, Zip) (Phone #)

OFFICE USE ONLY

(904) 385-8803

500001539925
-07/18/95--01054--031
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GUTTERWORKS, INC.
(Corporation Name) (Document #)
2. of Tallahassee
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☒ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

GUTTERWORKS OF TALLAHASSEE, INC.

The undersigned Incorporators hereby file these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

ARTICLE I.

Name and Principle Office

The name of this Corporation shall be **GUTTERWORKS, INC.** The principal place of business and mailing address of this Corporation is 2595 Centerville Road, Tallahassee, Florida, 32308.

ARTICLE II.

Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III.

Stock

The authorized capital stock of this Corporation shall consist of 1000 shares of common stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLE IV.
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V.
Incorporators**

The names and street addresses of the Incorporators of this corporation are as follows:

Matt Turner
2449 Potts Road
Tallahassee, Florida 32308

Peter Rumenik
2435 Potts Road
Tallahassee, Florida 32308

**ARTICLE VI.
Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VII.
Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 2595 Centerville Road, Tallahassee, Florida 32308. The name of the initial Registered Agent of the Corporation at the above address shall be Peter Rumenik. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.
Number of Directors**

This Corporation shall have no less than two Directors. The number of Directors may be

increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.
Initial Board of Directors**

The initial Board of Directors shall consist of two persons. The names and street addresses of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until their successors are elected are as follows:

Matt Turner
2449 Potts Road
Tallahassee, Florida 32308

Peter Rumenik
2435 Potts Road
Tallahassee, Florida 32308

**ARTICLE X.
Officers**

The Corporation shall have a president, a secretary and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice presidents, assistant secretaries and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President	Matt Turner 2449 Potts Road Tallahassee, Florida 32308
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Secretary & Treasurer	Peter Rumenik 2435 Potts Road Tallahassee, Florida 32308
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ARTICLE XI.
Transactions In Which Directors
Or Officers Are Interested

(a) No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers are Directors of officers or have a financial interest shall be void or voidable solely because of such relationship or interest of solely because such Director of Directors of officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consents sufficient for the purpose without counting the votes or consents of such interested Director of Directors; or

(2) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

(b) Common or interested Directors may be counted in determining the presence of a

quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

ARTICLE XII.
Financial Information

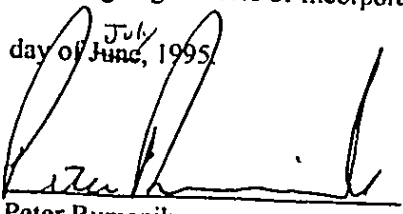
The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its shareholders. Nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

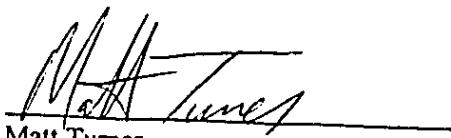
ARTICLE XIII.
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporators to the foregoing Articles of Incorporation, have executed these Articles of Incorporation this 16

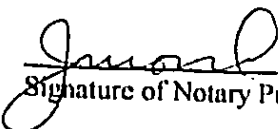
day of ^{July} ~~June~~, 1995.


Peter Rumenik
Incorporator


Matt Turner
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 12th day of June, 1995, by Matt Turner who is personally known to me or who produced a Florida Drivers License as identification and who did not take an oath.

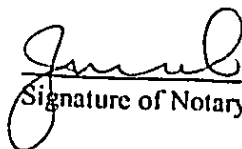

Signature of Notary Public

Notary Seal/Stamp:



STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 12th day of June, 1995, by Peter Rumenik, who is personally known to me or who produced a Florida Drivers License as identification and who did not take an oath.


Signature of Notary Public

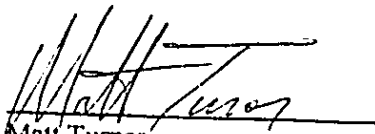
Notary Seal/Stamp:

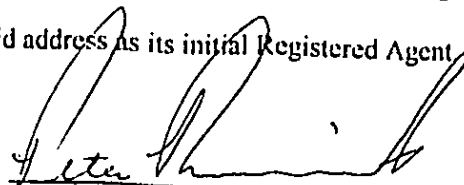


**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

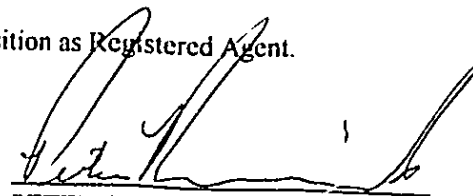
In compliance with Florida Statutes, Sections 48.091 and 607.0501, the following is submitted:

GUTTERWORKS, INC. desiring to organize as a corporation under the laws of the state of
✓ OF TALLAHASSEE
Florida, has designated 2595 Centerville Road, Tallahassee, Florida 32308, as its initial registered
office and has named Peter Rumenik, located at said address as its initial Registered Agent


Matt Turner
Incorporator
Date: June 10, 1995
July


Peter Rumenik
Incorporator
Date: June 10, 1995
July

Having been named Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.


PETER RUMENIK
Registered Agent
Date: June 10, 1995
July