

P95000064680

Transmittal Letter

JAMES M. COOPER  
COOPER'S CARRIAGES INC.  
12712 SELAH RANCH LANE  
THONOTOSASSA, FL. 33592

(813)

10 AUGUST 1995

900001561339  
-08/16/95--01005--004  
\*\*\*\*122.50 \*\*\*\*122.50

Department of State  
Division of Corporations  
P.O. BOX 6327  
TALLAHASSEE, FL. 32314

Dear Sir:

Enclosed please find Articles of Amendment for filing, together with our check in the amount of ONE HUNDRED TWENTY-TWO 50/100 dollars (\$122.50) to cover the filing fee. I have also enclosed an additional copy of the Articles of Amendment which I would appreciate having certified and returned to the above address.

Sincerely,

  
JAMES M. COOPER  
OWNER/PRESIDENT

Enclosures

W95-16523  
0524

AUG 16 1995

FILED  
95 AUG 21 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
BSF



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

August 16, 1995

**JAMES M. COOPER**  
12712 SELAH RANCH LANE  
THONTOSASSA, FL 33592

**SUBJECT: COOPER'S CARRIAGES INC.**  
Ref. Number: W95000016523

We have received your document for COOPER'S CARRIAGES INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Only one registered agent is required.

Please return 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 (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 295A00038450

Letter to Secretary of State Requesting  
Reservation of Corporate Name

10 AUGUST 1995

Department of State  
Division of Corporations  
P.O BOX 6327  
TALLAHASSEE, FL. 332314

Gentlemen:

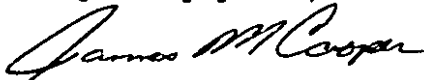
Would you please reserve the first available of the following corporate names, in the order in which they appear below:

- 1.COOPER'S CARRIAGES INC.
- 2.COOPER'S CLASSIC CARRIAGES INC.
- 3.CLASSIC CARRIAGES INC.

Enclosed is a check for \$122.50 to cover your fee for such reservation. I understand that you will forward to me your acknowledgment and confirmation that the name has been reserved for a period of at least ninety (90) days.

Your prompt reply would be appreciated.

Very truly yours,



JAMES M. COOPER  
OWNER/PRESIDENT

Enclosure

ARTICLES OF INCORPORATION  
OF  
COOPER'S CARRIAGES INC.

FILED

95 AUG 21 AM 10:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be:

COOPER'S CARRIAGES INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:

12712 SELAH RANCH LANE  
THONOTOSASSA, FLORIDA 33592

and the name of the initial Registered Agent for the corporation at that address is JAMES M. COOPER.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII      SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

JAMES M. COOPER  
REVE' A. COOPER  
DOROTHY P. COOPER

#### ARTICLE IX      INCORPORATOR

The name and address of the incorporator is:

JAMES M. & REVE' A. COOPER  
12712 SELAH RANCH LANE  
THONOTOSASSA, FLORIDA 33592

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10 day of AUGUST, 1995.

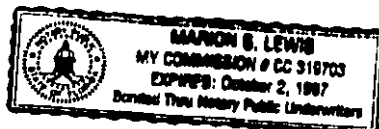
Incorporator:

James M. Cooper

The foregoing instrument was executed and acknowledged before me at 1705 N. Howard, County of Hillsborough, State of Florida, this 10th day of AUGUST, 1995 by James M. Cooper ("Incorporator"), who is personally known to me or who showed Florida Drivers license as identification and who did/did not take an oath.

(SEAL)

Marion S. Lewis  
Notary Public  
State of FLORIDA  
My Commission Expires: \_\_\_\_\_

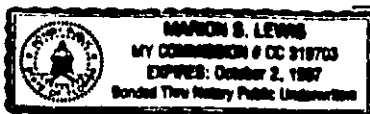


in.

1995 WITNESS my hand and official seal this 10<sup>th</sup> day of August.

(SEAL)

Marion S. Lewis  
Notary Public  
State of FLORIDA  
My Commission Expires: \_\_\_\_\_



DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of FLORIDA. COOPER'S CARRIAGES INC., a corporation organizing under the laws of the State of FLORIDA, with its principal office located at:

12712 SELAH RANCH LANE  
THONOTOSASSA, FLORIDA 33592

JAMES M. & REVE' A. COOPER has named:

JAMES M. COOPER  
12712 SELAH RANCH LANE  
THONOTOSASSA, FLORIDA 33592

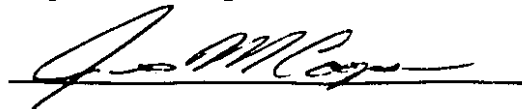
as its Agent to accept service of process within this State.

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95 AUG 21 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:



BEFORE ME, the undersigned authority, this day personally appeared JAMES M. Cooper ("Registered Agent"), at 1705 N. Howard County of Hillsborough, State of FLORIDA, who is personally known to me or who showed Florida Drivers License as identification and who did/did not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed here-