

P96000059986

Joseph F. Courtney Jr.

Requestor's Name

2516 W 23rd St.

Address

Panama City FL 32405

City/State/Zip

Phone #

400001834284
-07/16/96--01057--017
***122.50 ***122.50

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(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 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

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TALLAHASSEE FLORIDA

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STATE
FLORIDA

CERTIFICATE OF INCORPORATION

OF

WEST FLORIDA VINYL INCORPORATED

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation

ARTICLE I: NAME

The name of this corporation is:

WEST FLORIDA VINYL INCORPORATED

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises as follows:

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description, including but not limited to the construction, acquisition, sale, repair and/or maintenance of commercial and residential buildings.

To purchase, receive, or otherwise acquire, and to own, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, contracts, conditional personal property, tangible and intangible, and services of every class, kind, and description.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is six hundred (600) shares of common stock having a nominal or par value of one dollar (\$1.00) per share.

Every stockholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, which prices, in the case of par value shares, may be in excess of par.

The stock of this corporation shall be non-transferable unless first offered to the corporation and upon the corporation's refusal then offered to the shareholders of this corporation on a pro rata basis. Such offer shall remain open to the corporation for thirty (30) days. In the event that the corporation does not purchase stock within said thirty (30) day period, the said stock must be offered to the other stockholders, pro rata, for an additional thirty (30) day period during which the stockholders may at any time accept such offer. The price to be paid for the stock by the corporation or the stockholders shall be based upon the fair market price as determined by the parties thereto involved.;

In order to insure the offer of a fair market price for such stock, any stockholder offering to purchase stock is hereby required to sell on a pro rata basis to the other stockholders, at the same price as offered by him, any stock then owned by him.

In the event that the parties are unable to agree upon or determine the said fair market price then the same shall be determined by a group of three (3) arbitrators. The arbitrators shall be constituted as follows: One shall be appointed by the stockholder wishing to sell his stock and one shall be appointed by the corporation or stockholder or stockholders whichever shall exercise their option to purchase such stock. The two (2) arbitrators so picked shall appoint as third arbitrator a person mutually agreeable to both of them.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin is Six Hundred, (\$600.00) Dollars.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: ADDRESS

The initial address of the principal office of this corporation in the State of Florida is 2516 W. 23rd. St. Panama City, Florida 32405. The board of the directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII: DIRECTORS

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adapted by the stockholders, but shall never be less than two.

ARTICLE VIII: INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

<u>Names</u>	<u>Address</u>
Joseph F. Coatney Jr.	2516 W. 23rd. St. Panama City, Fl 32405
Wendel J. Sticher	1344 Laverne Ave. Panama City, Fl 32401

The initial directors shall hold office until the first annual meeting of the stockholders of the corporation.

ARTICLE IX: SUBSCRIBERS

The name and address of each subscriber of these articles of incorporation, the number of shares of stock each agrees to take and the value of consideration there-fore are:

Name	Position	Shares	Consideration
Joseph F. Coatney, Jr.	P/ST/Director	360	\$360.00
Wendel J. Sticher	VP/Director	240	\$240.00

ARTICLE X: AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

Joseph F. Coatney, Jr.

Wendel J. Sticher

STATE OF FLORIDA / COUNTY OF BAY

I hereby certify that on this day before me, a Notary Public, duly authorized in the state and county named above to take acknowledgements, personally appeared Joseph F. Coatney Jr. and Wendel J. Sticher, to me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation, and acknowledged before me that they subscribed to those articles of incorporation.

Witness my hand and official seal in the county and state named above this 10 day of July, 1996

Tommie Sue Moore
Notary Public

Sept 3, 1996
My Commission Expires:



OFFICIAL SEAL
TOMMIE SUE MOORE
My Commission Expires
Sept. 3, 1996
Comm. No. CC 225817

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First, That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, at 2516 W. 23rd. St., City of Panama, County of Bay, State of Florida, has named J.F. Coatney, located at 2516 W. 23rd. St., City of Panama, County of Bay, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____

(Resident Agent)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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