

P99000062172

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H99000017085 4)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

GWYNN PAINTING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

FILED  
99 JUL 13 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

H99000017085

ARTICLES OF INCORPORATION

OF

GWYNN PAINTING, INC.

I, the undersigned, hereby execute the following document for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a Corporation For Profit.

ARTICLE I.

NAME

The name of the Corporation shall be GWYNN PAINTING, INC.

ARTICLE II.

DURATION

The Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE AND POWERS

The Corporation shall be entitled to engage in any and all lawful activities or business regarding painting, permitted under the laws of the United States and of this State. This Corporation reserves the right, if it so wishes, to elect to be a 1361 Subchapter S Corporation under Section 1361

of the Internal Revenue Code and the right to elect to approve and adopt a plan to offer shares of

Mary Alice Gwynn, Esquire - Florida Bar No. 879584  
Rush & Mancogian, P.A.  
2240 Woolbright Road, Suite 412

305 S41 3770 P.02/07

H99000017085

EMPIRE CORP

JUL-13-1999 11:53

FILED  
99 JUL 13 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

H99000017085

common stock for sale under said section of the Internal Revenue Service Code and all other rights contained therein and may elect to receive all rights granted under any other Section of the Internal Revenue Service Code of 1954 as amended.

**ARTICLE IV.**

**CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issues is One Hundred (100) shares of Common Stock, having a par value of One Dollar (\$1.00) per share.

**ARTICLE V.**

**PRE-EMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series at that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

**ARTICLE VI.**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 811 N.E. 8th Avenue, Delray Beach, Florida 33483, but the Corporation may maintain offices and transact business in such places within and without the State of Florida as may, from time to time, be designated by the Board

2 H99000017085

H99000017085

of Directors. The name of the initial registered agent of this Corporation at that address is James Gwynn.

**ARTICLE VII.**

**DIRECTORS**

**7.1 Initial Board of Directors:**

The initial Board of Directors shall consist of one (1) member, who need not be a resident of the State of Florida or stockholder of the Corporation. The initial Board of Directors shall hold the organizational meeting of the Corporation.

**7.2 Names and Addresses:**

The name and address of the member of the initial Board of Directors who shall serve until the first annual meeting of the stockholders, or until successors shall have been elected and qualified, is:

JAMES GWYNN  
811 N.E. 8th Avenue  
Delray Beach, Florida 33483

**7.3 Increase or Decrease of Directors:**

The number of Directors may be increased or decreased from time to time by amendment of the By-Laws, but shall have the effect of shortening the term of any incumbent Directors.

H99000017085

ARTICLE VIII.

H99000017085

INCORPORATION AND PRINCIPAL PLACE OF BUSINESS

The name and address of the person signing these Articles of Incorporation is James Gwynn, 811 N.E. 8th Avenue, Delray Beach, Florida 33483. The principal place of business of the Corporation is 811 N.E. 8th Avenue, Delray Beach, Florida 33483.

ARTICLE IX.

CUMULATIVE VOTING

At each election for Directors, every stockholder entitled to vote at such election shall have the right to cumulate his votes by giving one (1) candidate as many votes as the number of Directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X.

ACTION BY DIRECTORS AND STOCKHOLDERS WITHOUT A MEETING

The Directors and Stockholders of this Corporation may take action by written consent, as provided by law and the By-Laws of this Corporation.

H99000017085

H99000017085

ARTICLE XI.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 13 day of July, 1999.

James A. Gwynn  
James Gwynn, Subscriber

STATE OF FLORIDA                    }  
  } SS.  
COUNTY OF PALM BEACH         }

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth hereinabove, personally appeared JAMES GWYNN, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, in the States and County aforesaid, this 13 day of July, 1999.

Mary A. Gwynn  
Notary Public, State of Florida  
MARY ALICE GWYNN  
Printed/Typed Name of Notary

My Commission Expires:  
(Seal)



H99000017085

H99000017085

**DESIGNATION OF REGISTERED AGENT****OF****GWYNN PAINTING, INC.**

In pursuant of the Chapter 617.0501 Florida Statutes, the following is submitted in compliance with said Act:

First: That GWYNN PAINTING, INC., desiring to organize under the laws of the State of Florida with its mailing address, as indicated within the Articles of Incorporation at the City of Delray Beach, County of Palm Beach, State of Florida, has named JAMES GWYNN, located at 811 N.E. 8th Avenue, Delray Beach, Florida 33483, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above named corporation, at the 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.

*James G. Gwynn*  
 JAMES GWYNN  
 Registered Agent

Dated: July 13 1999

**FILED**  
 99 JUL 13 PM 1:41  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

H99000017085