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DANIEL J. LOBECK

MARK A. HANSON\*

Fax (941) 951-1469

MICHELLE A. STELLACI

JEREMY V. ANDERSON 2033 Main Street, Suite 403 SARASOTA, FL 34237 (941) 955-5622

E-MAIL law@lobeckhanson.com INTERNET www.lobeckhanson.com

## THE LAW OFFICES OF LOBECK & HANSON

PROFESSIONAL ASSOCIATION

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SECRETARY OF STATE LAND USE LAW TALL AHASSEE, FLORIDA ESTATES AND TRUSTS

\*FLORIDA SUPREME COURT CERTIFIED MEDIATOR

CONDOMINIUM COOPERATIVE AND

COMMUNITY

FAMILY LAW

ASSOCIATIONS

CIVIL LITIGATION

PERSONAL INJURY

December 10, 2007

SECRETARY OF STATE **Division of Corporations** Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

> Re: SEEDS, INC.

Dear Sir or Madam:

Enclosed for filing please find the original Articles of Incorporation for SEEDS, INC. Also enclosed is a check in the amount of \$70 to cover the costs associated with this filing. Please file the enclosed Articles with the Division and return written confirmation of same to the undersigned.

Thank you for your prompt attention in this regard.

Very truly yours,

Mark A. Hanson, Esquire

MAH/paa **Enclosures** 



#### FLORIDA DEPARTMENT OF STATE Division of Corporations

December 19, 2007

LOBECK & HANSON / MARK A. HANSON 2033 MAIN ST., STE. 403 SARASOTA, FL 34237

SUBJECT: SEEDS, INC.

Ref. Number: W07000061273

We have received your document for SEEDS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable. The following

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2008 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the corrected original and one copy of 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 (850) 245-6047.

Carolyn Lewis Regulatory Specialist II New Filing Section

Letter Number: 407A00070823

DANIEL J. LOBECK

MARK A. HANSON\*

MICHELLE A. STELLACI

JEREMY V. ANDERSON
2033 MAIN STREET, SUITE 403
SARASOTA, FL 34237

(941) 955-5622 Fax (941) 951-1469

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## THE LAW OFFICES OF LOBECK & HANSON

PROFESSIONAL ASSOCIATION

CONDOMINIUM
COOPERATIVE AND
COMMUNITY
ASSOCIATIONS
CIVIL LITIGATION
PERSONAL INJURY
FAMILY LAW
LAND USE LAW
ESTATES AND TRUSTS
\*\*FLORIDA SUPREME COURT
CERTIFIED MEDIATOR

January 3, 2008

SECRETARY OF STATE Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Attention: Carolyn Lewis

Re: TWO FISH CARD CO.

Dear Carolyn:

Pursuant to your letter dated December 19, 2007 and our recent conversation, enclosed for filing please find the original and one copy of the Articles of Incorporation for TWO FISH CARD CO., together with a copy of your December 19, 2007 correspondence advising that the original name, SEEDS, INC., was not acceptable. The filing fee of \$70 has previously been paid. Please file the enclosed Articles with the Division and return written confirmation of same to the undersigned.

Thank you for your prompt attention in this regard.

Very truly yours,

Mark A. Hanson, Esquire

MAH/paa Enclosures

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### ARTICLES OF INCORPORATION OF

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#### TWO FISH CARD CO.

SECRETARY OF STATE ALLAHASSEE, FLORIDA

The undersigned, hereby declares these Articles of Incorporation for the purpose of becoming a corporation for profit under the laws of the State of Florida.

#### **ARTICLE I**

The name and principal place of business and mailing address of the corporation is:

TWO FISH CARD CO. 5107 4<sup>th</sup> Avenue Drive NW Bradenton, Florida 34209

#### **ARTICLE II**

The corporate purposes are:

- (a) To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida including, but not limited to the engaging in artistic design, marketing and sale of Christian greeting cards and other materials related thereto.
- (b) To have, in furtherance of the corporate purposes, all of the powers conferred upon the corporations organized in the State of Florida, subject to any limitations thereof contained in these Articles of Incorporation, in Chapter 607 of the Florida Statutes, or any laws of the State of Florida, and to conduct any lawful business or enterprise.

#### **ARTICLE III**

The Corporation shall have power:

- (a) To have perpetual succession by its corporation name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations, of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State.
- (k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

- (1) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this State, for the administration and regulation of the affairs of the corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.
  - (q) To have and exercise all powers necessary or convenient to effect its purposes.

#### ARTICLE IV

The amount of capital stock authorized and the maximum number of shares of par value common stock, of no par value stock, and preferred stock of every kind, class or series of each with their distinguishing characteristics and the par value of all shares having par value are as follows:

The total authorized capital stock of this corporation is <u>one hundred</u> (100) shares of common stock with a par value of <u>ONE DOLLAR</u> (\$1.00) per share. There shall be only one class of stock.

#### ARTICLE V

The amount of capital with which this corporation will commence business is <u>one hundred</u> (100) shares of common stock with a par value of <u>ONE DOLLAR</u> (\$1.00) per share.

#### **ARTICLE VI**

This corporation is to exist perpetually.

#### **ARTICLE VII**

The street address of the initial registered office and the name of its initial registered agent

at such office is as follows: Mark A. Hanson, Esquire

Lobeck & Hanson, P.A. 2033 Main Street, Suite 403 Sarasota, FL 34237

#### **ARTICLE VIII**

This Corporation shall have two (2) Directors initially. The number of Directors may be modified from time to time by Bylaws adopted by the Shareholders.

#### **ARTICLE IX**

The names and street address of the first Board of Directors is as follows:

DWIGHT SMITH DORI ANDERSON 5107 4<sup>th</sup> Avenue Drive NW Bradenton, FL 34209

#### **ARTICLE X**

The name and address of the incorporator to these Articles of Incorporation are as follows:

DWIGHT SMITH DORI ANDERSON 5107 4th Avenue Drive NW Bradenton, FL 34209

#### **ARTICLE XI**

No other contract or other transaction of this corporation with any person, firm or corporation or no contract or other transaction in which this corporation is interested shall be invalidated or

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affected by (a) the fact that one or more of the Directors of this Corporation is interested in or is a director or officer of another corporation, or (b) the fact that any Director, individually or jointly with others may be appointed to or may be interested in the contract or transaction; and each person who becomes a Director of this corporation is hereby relieved of any liability that may otherwise arise by reason of his contracting with this corporation of the benefit of himself or any firm or corporation in which he may be interested.

#### ARTICLE XII

These Articles of Incorporation may be amended by Resolution adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the Shares entitled to vote thereon.

The undersigned Incorporator has executed these Articles this 14th day of December, 2007.

DWICHT SMITH

DORI ANDERSON

STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to administer oaths, personally appeared <u>DWIGHT SMITH and DORI ANDERSON</u>, to me known to be the persons described as Incorporator in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to these Articles of Incorporation for the uses and purposes expressed therein.

WITNESS my hand and official seal in the State and County named above this \_\_\_day of December, 2007.

NOTARY PUBLIC

CIAA, ARMSTRONG

My Commission Expires:

Expires 10/26/2011
Florida Notary Assn., Inc.

#### **ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent to accept service of process for the above stated corporation at registered office designated in the Articles, am familiar with its obligations and accept the appointment as Registered Agent and agree to act in this capacity.

Date: 12/7/07

ARK A. HANSON, Esquire, Registered Agent

#### STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing acceptance was subscribed and acknowledged before me by MARK A. HANSON, Esquire, as Registered Agent, who is personally known to me, and who acknowledged to and before me that he executed the same freely and voluntarily for the purposes therein expressed, this day of declaration 2007.

NOTARY PUBLIC

Printed Name of Notary

My Commission Expires:

PATRICIA A. ARMSTRONG
Comm# DD0718016
Expires 10/26/2011
Florida Notary Asan., inc

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SECRETARY OF STATE

SECRETARY OF STATE