

N22000010716

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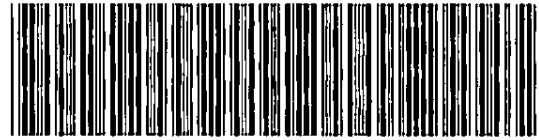
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FL 32310

2022 JUL 12 AM 9:05

FILED

W22-55848



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
2022 JUL 12 AM 10:04
CORPORATIONS
COMMERCIAL
SERVICES

June 24, 2022

TIFFANY RODGERS
2563 2N ST SW
VERO BEACH, FL 32962

SUBJECT: KORRYN'S GARDEN, INC.
Ref. Number: W22000085848

We have received your document for KORRYN'S GARDEN, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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 (850) 245-6052.

DANIEL L O'KEEFE
Regulatory Specialist II

Letter Number: 922A00014364

FILED
2022 JUL 12 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: KORRYN'S GARDEN, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Tiffany Rodgers

Name (Printed or typed)

2563 2nd St SW

Address

Vero Beach, FL 32962

City, State & Zip

(407) 567-8819

Daytime Telephone number

KorrynsGarden@gmail.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
KORRYN'S GARDEN, INC.**

FILED
2022 JUL 12 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Not-for-Profit Corporation Act of the State of Florida, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I – NAME AND PRINCIPAL OFFICE

The name of the Corporation, hereinafter referred to as the "Corporation" is Korryn's Garden, Inc. The principal place of business and mailing address of the corporation is 2563 2nd St SW, Vero Beach, FL 32962.

ARTICLE II – DURATION

This Corporation shall exist perpetually, commencing at the time of filing these Articles with the Secretary of State of the State of Florida.

ARTICLE III – NATURE OF ORGANIZATION

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, re-invest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received. These Articles of Incorporation, the By-laws of the Corporation, or any applicable laws, to do any purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers, except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the

Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the Federal Government, or State or Local Government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV- MEMBERSHIP

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE V- VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the members of the Corporation, and will be included in the by-laws.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be 2563 2nd St SW, Vero Beach, FL 32962 and the name of the initial Registered Agent for the Corporation at the address is Tiffany Rodgers.

ARTICLE VII – TERRITORY

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall be limited to such territory.

ARTICLE VIII – INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of at least three (3) members, who need not be residents of the State of Florida. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the persons who shall serve as directors of this corporation until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Tiffany Rodgers- President & Secretary
2563 2nd St SW, Vero Beach, FL 32962

Alford R.J. Green – Vice President
1511 Brookebridge Dr, Orlando, FL 32825

Ronnie Woulard – Treasurer
407 6th Rd SW, Vero Beach, FL 32962

Monica Bristol
431 Biscayne Lane, Sebastian, FL 32958

ARTICLE IX – INCORPORATOR

The name and address of the incorporator is as follows:

Tiffany Rodgers – 2563 2nd St SW, Vero Beach, FL 32962

ARTICLE X – LIMITATION OF LIABILITY

Each director and officer, in consideration for his/her services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him/her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him/her by reason of his/her 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, or officer may be entitled as a matter of law.

ARTICLE XI – 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 is or are interested in a contract or transaction, or are directors or officers of any 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.

ARTICLE XII – BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of Directors and the members.

ARTICLE XIII – CALLING OF SPECIAL MEETINGS

Special meetings of members may be called by the Board of Directors of the corporation.

ARTICLE XIV – MEMBERS QUORUM AND VOTING

Fifty-one percent (51%) of membership entitled to vote, represented in person, shall constitute a quorum at a meeting of members. If a quorum is present, the affirmative vote of fifty-one (51%) of the members represented at the meeting and entitled to vote on the subject matter shall be the act of the members.

ARTICLE XV – INDEMNIFICATION


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVI – AMENDMENT

The 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 members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 12th day of May, 20 22.

Incorporator:


Tiffany Rodgers

FILED
2022 JUL 12 AM 9:06
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ST. LUCIE COUNTY

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared: Tiffany Rodgers
Known to me to be the persons who executed the foregoing articles of incorporation and they acknowledge before me that they executed those articles of incorporation.

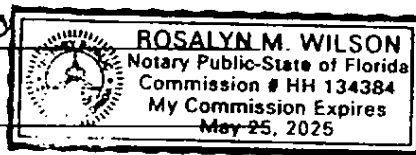
IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal or stamp in the State and County aforesaid this 12th day of MAY, 2022.

DL#R326-803-78-828-0

Notary Public

State of Florida

My Commission Expires:



Rosalyn M. Wilson

FILED

2022 JUL 12 AM 9:06

CLERK OF THE COURT
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

KORRYN'S GARDEN, INC.

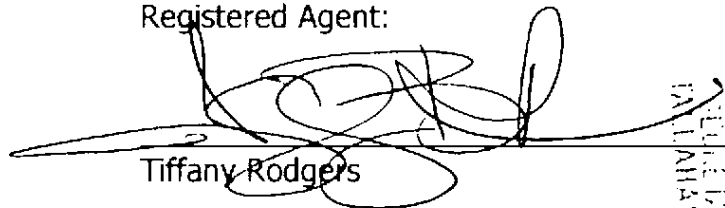
The following is submitted in compliance with the laws of the State of Florida.

Korryn's Garden, Inc., a not-for-profit corporation organizing under the laws of the State of Florida, with its principal office located at 2563 2nd St SW, Vero Beach, FL 32962, hereby designates Tiffany Rodgers, whose address is 2563 2nd St SW, Vero Beach, FL 32962, as its agent at that address to accept service of process within this State.

ACCEPTANCE

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Registered Agent:


Tiffany Rodgers

NOTARY PUBLIC OF FLORIDA
TALLAHASSEE, FL 32301

2022 JUL 12 AM 9:06

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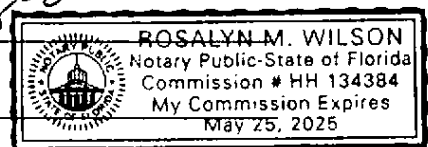
STATE OF FLORIDA
COUNTY OF ST. LUCIE COUNTY

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared: Tiffany Rodgers, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he/she has executed the same for the purposes expressed therein.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal or stamp in the State and County aforesaid this 12th day of May, 2022.

DL# R326-803-78-828-0

Notary Public
State of Florida
My Commission Expires:



Rosalyn M. Wilson