

Ausley Law Firm  
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Address

City/State/Zip

Phone #

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**800003208999**

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**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

00 APR 14 11 11 22  
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DIVISION OF STATE  
TALLAHASSEE, FL 32304

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00 APR 14 AM 11:24  
DIVISION OF STATE  
TALLAHASSEE, FL 32304

18 APR 14 2000

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**NATURALLY DIVINE, INC.**

**FILED**  
**00 APR 14 PM 1:22**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

**ARTICLE I.**  
**Name and Principal Office**

The name of this Corporation shall be NATURALLY DIVINE, INC. The principal place of business and mailing address of this Corporation is 1706 Hall Drive, Tallahassee, Florida 32303.

**ARTICLE II.**  
**Nature of Business**

The Corporation is organized for the purpose of engaging in any or all activity or business permitted under the Florida Business Corporation Act.

**ARTICLE III.**  
**Stock**

The authorized capital stock of this Corporation shall consist of 100 shares of common stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLE IV.  
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V.  
Incorporator**

The name and street address of the Incorporator of this Corporation is as follows:

Louise Divine	1706 Hall Drive
	Tallahassee, FL 32303

**ARTICLE VI.  
Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VII.  
Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 1706 Hall Drive, Tallahassee, Florida 32303. The name of the initial Registered Agent of the Corporation at the above address shall be Louise Divine. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.  
Number of Directors**

This Corporation shall have no less than two Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.  
Initial Board of Directors**

The initial Board of Directors shall consist of two persons. The names and street addresses of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until their successors are elected are as follows:

Louise Divine	1706 Hall Drive Tallahassee, FL 32303
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Herman Holley	1706 Hall Drive Tallahassee, FL 32303
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**ARTICLE X.  
Officers**

The Corporation shall have a president, a secretary and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President, Treasurer & Secretary	Louise Divine	1706 Hall Drive Tallahassee, FL 32303
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**ARTICLE XI.**  
**Transactions In Which Directors**  
**Or Officers Are Interested**

(a) No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

(2) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

(b) Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.


**ARTICLE XII.**  
**Financial Information**

The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its Shareholders. Nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

**ARTICLE XIII.**  
**Amendment**

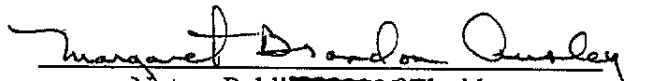
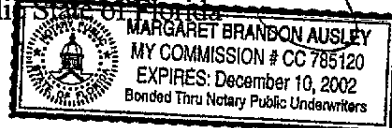
These Articles of Incorporation may be amended only by: (a) a majority affirmative vote of the holders of all of the shares of the Corporation issued, outstanding, and entitled to vote, or (b) as otherwise allowed by law. All rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, have executed these Articles of Incorporation this 11<sup>th</sup> day of April, 2000.

  
\_\_\_\_\_  
LOUISE DIVINE  
Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of April, 2000, by LOUISE DIVINE, who is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida  


**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**


In compliance with Florida Statutes, Sections 48.091 and 607.0501, the following is submitted:

**Louise Divine**, desiring to organize as a corporation under the laws of the state of Florida, has designated 1706 Hall Drive, Tallahassee, Florida 32303 as its initial registered office and has designated Louise Divine, located at said address, as its initial Registered Agent.

  
Incorporator

Date: April 11, 2000

Having been named Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties and is familiar with and accepts the obligations of her position as Registered Agent.

  
LOUISE DIVINE  
Registered Agent  
Date: April 11, 2000

FILED  
00 APR 14 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA