

P03000054225

FILED
03 MAY 16 PM 12:28
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

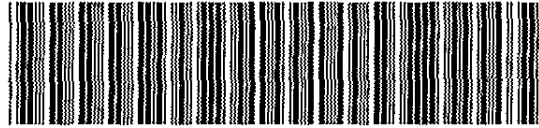
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

✓

B. WHITE MAY 16 2003

Office Use Only



000017168690

05/16/03--01043--015 **70.00

RECEIVED
03 MAY 16 AM 11:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, Fl 32308

City/St/Zip

850-222-2785

Phone #

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

1- YardWorks, Inc.

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☐ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

| | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | Non-Profit |
| <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 |

Examiner's Initials

ARTICLES OF INCORPORATION

OF

YardWorks, Inc.

FILED

03 MAY 16 PM 12:28

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be YardWorks, Inc., (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United State of America and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5170 S.W. 48th Avenue
Palm City, FL 34990

ARTICLE 4 - OFFICERS

The officers of the Corporation shall be:

| | |
|-----------------|------------------|
| President: | Kurt T. Abbott |
| Secretary: | Stacey D. Abbott |
| Treasurer: | Kurt T. Abbott |
| Vice-President: | Stacey D. Abbott |

whose street addresses shall be the same as the Corporation.

ARTICLE 5 - DIRECTOR(S)

The initial Director(s) of the Corporation shall be:

Kurt T. Abbott
Stacey D. Abbott

whose addresses shall be the same as the Corporation.

ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The number of shares of stock that this corporation is authorized to have outstanding at any one time is **TEN THOUSAND (10,000)** shares of common stock having a **ONE DOLLAR (\$1.00)** par value per share.

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

6.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 7 - SHAREHOLDERS RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 8 - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Michael J. McNicholas, Esquire
320 W. Ocean Blvd.
Stuart, FL 34994

ARTICLE 9 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Michael J. McNicholas, Esquire
320 W. Ocean Blvd.
Stuart, FL 34994

ARTICLE 10 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of shareholders, to make, alter, amend, or repeal the Bylaws of the Corporation, by the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment, or repeal of the Bylaws.


ARTICLE 11 - AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE 12 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of, and filing by the Secretary of State, State of Florida.


IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 14th day of May, 2003.


Michael J. McNicholas

State of Florida
County of Martin

The foregoing instrument was acknowledged before me this 14th day of May, 2003, by Michael J. McNicholas (X) who is personally known to me, or () who produced the following identification: _____




Notary Public:
State of Florida at Large
My commission expires:

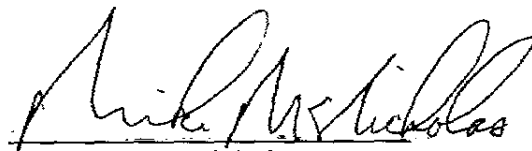
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

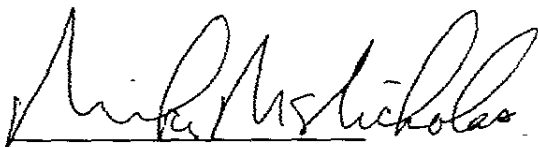
1. The name of the corporation is: YardWorks, Inc.
2. The name and address of the registered agent and office is:

Michael J. McNicholas, Esquire
320 W. Ocean Blvd.
Stuart, FL 34994

Date: 5/14, 2003


Michael J. McNicholas

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Michael J. McNicholas

DATE: 5/14, 2003

FILED
03 MAY 16 PM 12:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA