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FILED 2003 OFC 23 PH 8 37



December 18, 2003

RENE G. VANDEVOORDE 1327 NORTH CENTRAL AVE SEBASTIAN, FL 32958

SUBJECT: D'S TRACTOR SERVICE, INC.

Ref. Number: W03000038665

We have received your document for D'S TRACTOR SERVICE, INC. and your check(s) totaling \$78.75. 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.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2004 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>

To make the necessary corrections and resubmit your filing, return to our website and access electronic filing, then online filing. Choose to update your request by using the confirmation number and the pin number listed above. For any questions concerning the website, please call 850-245-6939. Please disregard this letter, if you have contacted our office and were advised how to correct your document online.

If you have any further questions concerning your filing, please call (850) 245-6928.

Letter Number: 703A00067849

Tim Burch Document Specialist New Filings Section

Filir	ng or Recording of Documents
Re: .	D's Tractor Service, Inc. Date 12/9/03 Our file no.: 03.487
	ollowing documents are enclosed for: IX Filing with your office Please return file-marked copies to us  Original and copy of Articles of Incorporation Please enter date of filing and return this form to us  and return this form to us
	for the above proposed corporation. If they Date fled
1	meet w/your approval, please file same and return a
•	certified copy to our office at the address listed below. Thank you./as
To:	Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314  RENÉ G. VANDEVOORDE Attorney at Law 1327 North Central Avenue Sebastian, Florida 32958

Item 8506

(772) 589-4353

## ARTICLES OF INCORPORATION OF FELLSMERE TRACTOR SERVICE, INC.

# SECULIA PRESTALLA SEFE PLO

#### **ARTICLE I - NAME**

The name of the corporation is FELLSMERE TRACTOR SERVICE, IN

#### **ARTICLE II - DURATION**

This corporation shall exist for a period of perpetuity.

#### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is \_\_\_\_\_\_\_ shares of common stock, having a par value of \_\_\_\_\_ Dollar (\$1.00\_) each.

All stock issued by this corporation shall be fully paid and non-assessable and shall be transferrable only on the books of the corporation.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor, or services at just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors or shareholders.

The authorized shares of stock without par value may be issued by this corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors or shareholders. Any and all such shares issued and for which the full consideration has been paid or delivered, shall be deemed fully paid Stock and holder of such shares shall not be liable for any further call or assessment or any other payment thereon.

The shares of stock to be issued by the corporation shall be subject to the following provisions and restrictions upon sales and transfer thereof.

In the event that a stockholder, by which term is included the executors, administrators, heirs, legatees and the nominee or personal representative of any stockholder shall desire to sell, assign, give or transfer, any shares of stock in the corporation, stockholder must, by giving written notice of such desire to a majority of Board of Directors, first afford to the corporation or the nominee or its Board of Directors the right and privilege for thirty (30) days to purchase the same at a price equal to a bonafide firm offer, in writing, made to each stockholder for the purchase of such share or shares of stock, by a person, firm or corporation, ready, willing and able to buy such stock at the price so offered to be paid, and no stock of the corporation shall be transferred upon its books unless the foregoing provision has been complied with, and any attempt to transfer such stock in any other manner will be void.

#### **ARTICLE V - PREEMPTIVE RIGHTS**

Every share holder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND MAILING ADDRESS AND CORPORATION PRINCIPAL OFFICE

The street address of the initial registered office of this corporation is 163 S. Magnolia St., Fellsmere, FL 32948 and the name of the initial registered agent of this corporation is Dean Carter.

The Principal Office of the Corporation is 163 S. Magnolia St., Fellsmere, FL 32948.

#### <u> ARTICLE VII - INCORPORATION</u>

The names and address of the persons signing these articles as subscribers are:

Name and Address
Dean Carter
163 S. Magnolia St.
Fellsmere, FL 32948

Number of Shares

#### ARTICLE VIII - BY-LAWS

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

#### **ARTICLE IX - 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 shareholders is subject to this reservation.

#### ARTICLE X - INITIAL BOARD OF DIRECTORS

The names and post office addresses of the first Board of Directors and officers of the Corporation, who, subject to the provisions of this Certificate of Incorporation and the By-Laws and General Corporation Law of the State of Florida, shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified, are as follow:

NAME	OFFICE	ADDRESS
Dean Carter	President/Secretary	163 S. Magnolia St.
	Treasurer/Director	Fellsmere, FL 32948

There shall be one director initially. The number may be increased as the By-Laws may provide, but in no case less than one.

#### ARTICLE XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the of this corporation shall be managed under the direction of, the shareholders of this corporation. All references in these Articles of Directors shall be interpreted to mean shareholders where applicable.

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles this <u>And</u> day of <u>Occomber</u> , 2003.
Dean Carter
STATE OF FLORIDA
COUNTY OF INDIAN RIVER
Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared DEAN CARTER, 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 those Articles of Incorporation. DEAN CARTER, is personally known to me or has shown as identification, and who did not take an oath.  IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal
in the state and county aforesaid this $22$ day of $1520141.2003$ .
Notary Public. State of Florida My Commission Expires:

Angela M. Sherbrook
MY COMMISSION # CC987477 EXPIRES
March 3, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO PROCESS MAY BE SERVED

IN COMPLIANCE V	VITH SECTION 4	48.091, FL	ORIDA STA	ATUTES, TH	Œ FOLLC	WING IS
SUBMITTED:						

FIRST THAT _FELLSMERE TRACTOR SERVICE, INC (NAME OF CORPORATION)					
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE O	OF				
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF	2003 DEC				
FELLSMERE STATE OF FLORIDA, HAS NAMED Dean Carter (NAME OF REGISTERED AGENT)	£ 23				
LOCATED AT _163 S. Magnolia St., Fellsmere, FL 32948	<b>₽</b>				
(STREET ADDRESS AND NUMBER OF BUILDING, POST OFFICE BOX ADDRESS	ES				
ARE NOT ACCEPTABLE) CITY OF <u>Fellsmere</u> , STATE OF FLORIDA, AS ITS					
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.					
SIGNATURE (CORPORATE OFFICER)					
TITLEPresident					

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATE: 12-22-03

SIGNATURE (RESIDENT AGENT)

DATE: 12-22-03