

PB4000075816

William A. Rightmire  
1285 Weldon St. SE  
Palm Bay, FL 32909

(Address)

(City/State/Zip/Phone #)

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FILED  
04 MAY -6 PM 12:55  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
RIGHTMIRE'S LANDSCAPE & LAWN CARE, INC.**

FILED  
04 MAY -6 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be RIGHTMIRE'S LANDSCAPE & LAWN CARE, INC.

**ARTICLE II - ADDRESS**

The street address of the initial registered office of the corporation shall be:  
1285 Weldon St. SE, Palm Bay, FL 32909

**ARTICLE III - NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE IV - INITIAL STOCK**

The initial amount of stock issued by this corporation is 200 shares having a par value of one dollar (\$1.00) per share.

**ARTICLE V - REGISTERED AGENT**

The name and address of the initial Registered Agent for the corporation shall be: William A. Rightmire, 1285 Weldon St. SE, Palm Bay, FL 32909

#### **ARTICLE VI - SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of the Internal Revenue Code. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE VII - TERM OF EXISTENCE.**

This corporation shall exist perpetually.

#### **ARTICLE VIII - LIMITATION OF LIABILITY**

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

#### **ARTICLE IX - 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, and

any director or directors, individually or jointly, may be 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 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 regards to the fact that he is also a director of such subsidiary or corporation.

#### **ARTICLE X - INCORPORATORS**

The name and address of the initial incorporator is as follows:

William A. Rightmire, 1285 Weldon St. SE, Palm Bay, FL 32909

#### **ARTICLE XI - INITIAL BOARD OF DIRECTORS**

This corporation shall have a minimum of two (2) directors, The initial board of directors shall consist of the following persons:

William A. Rightmire, 1285 Weldon St. SE, Palm Bay, FL 32909  
Sherry L. Rightmire, 1285 Weldon St. SE, Palm Bay, FL 32909

#### **ARTICLE XII - INITIAL OFFICERS**

The initial officers of this corporation shall be the following persons:

William A. Rightmire (President)  
Sherry L. Rightmire (Vice President)  
Sherry L. Rightmire (Secretary/Treasurer)

**ARTICLE XIII- SHARES OF CAPITAL STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite their names:

William A. Rightmire	100 shares
Sherry L. Rightmire	100 shares

IN WITNESS WHEREOF, the undersigned has hereunto set this his hand and seal on this 3rd day of May, 2004

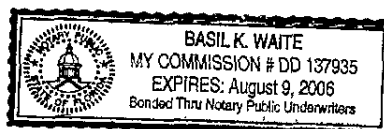
William A. Rightmire  
William A. Rightmire

State of Florida

County of Brevard

The foregoing instrument was acknowledged before me on this 3rd day of May 2004, by William A. Rightmire who is personally known to me or who has produced as identification and who did/did not take an oath.

Basil K. Waite (SEAL)  
Notary Public  
State of Florida



My Commission expires:

**DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT**

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

Rightmire's Landscape & Lawn Care, Inc. a corporation for profit organized under the laws of the State of Florida, with its principal office located at 1285 Weldon St SE, Palm Bay, Florida 32909 has named William A. Rightmire whose address is 1285 Weldon St. SE, Palm Bay, FL 32909 as its Agent to accept service of process within this State.

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes of my duties and obligations of Section 607.325, Florida Statutes.

Registered Agent:

William A. Rightmire

State of Florida

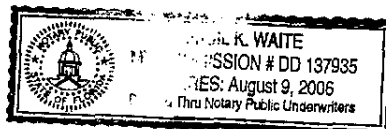
County of Brevard

The foregoing was acknowledged before me this 3rd day of May 2004 by William A. Rightmire, who is personally known by me or who

has produced an identification and who did/did not take an oath.

Barclay K. Waite (SEAL)  
Notary Public  
State of Florida

My commission expires:



FILED  
04 MAY -6 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA