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**EFFECTIVE DATE**  
09/30/2005

**FILED**  
2005 SEP 30 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Hampton OCT 04 2005

## TRANSMITTAL LETTER

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

SUBJECT: Wild Orchid Retreat, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status  
ADDITIONAL COPY REQUIRED

FROM: Bobbie Jean Knight  
Name (Printed or typed)

1460 Maytown Road  
Address

Oak Hill, Florida 32759  
City, State & Zip

386-345-2772  
Daytime Telephone number

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

**FILED**

**Articles of Incorporation**

**Of**

**Wild Orchid Retreat, Inc.**

2005 SEP 30 AM 9:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of this Corporation is **Wild Orchid Retreat, Inc.**

**EFFECTIVE DATE**  
09/27/2005

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is located at 1460 Maytown Road, Oak Hill, Florida, 32759.

**Article III: CAPITAL STOCK**

(a) Authorized Shares. The total number of shares that may be issued by the Corporation is 1000 having a par value of \$10.00 per share. Each of the shares of stock shall entitle the holder thereof to (1) vote at any meeting of the shareholders. All or any part of the capital stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for fully and shall be nonassessable.

(b) Capital Stock. The capital stock of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having a par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such

restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

#### **Article IV: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1460 Maytown Road, Oak Hill, Florida 32759, and the name of the initial registered agent of this Corporation at that address is Bobbie Jean Knight.

#### **ARTICLE V: INCORPORATOR**

The name and street address of the incorporator of this corporation are:

Bobbie Jean Knight  
1460 Maytown Road  
Oak Hill, Florida 32759

#### **ARTICLE VI: DIRECTORS**

(a) Number. The Corporation shall have one director initially. The number of directors may be changed from time to time by bylaws adopted by the shareholder(s).

(b) Initial Board of Directors. The name and address of the initial director until the first annual meeting of the shareholders, is as follows:

Bobbie Jean Knight	1460 Maytown Road
	Oak Hill, Florida 32759

(c) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### **ARTICLE VII: BYLAWS**

The initial Bylaws of this Corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders of the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaws is not subject to amendment or repeal by the directors.

#### **ARTICLE VIII: DURATION**

This Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these  
Articles of Incorporation this 27 day of Sept 2005.

  
Bobbie Jean Knight

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Wild Orchid Retreat desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Certificate of Incorporation, in the City of Oak Hill, State of Florida, has named Bobbie Jean Knight located at 1460 Maytown Road, Oak Hill, Florida, 32759, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT: (MUST BE DESIGNATED AGENT)**

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
Bobbie Jean Knight