

PO6000083556

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

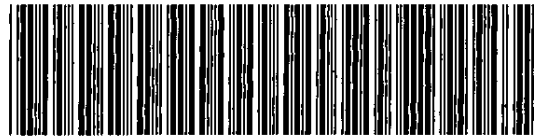
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900076294979

06/19/06--01027--019 **78.75

FILED

06 JUN 19 AM 10:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

156/21/06

Bernard S. Peck
J.D., Member FL & CT Bars

Daniel D. Peck
J.D., Member FL & CT Bars

Mark E. Adameczyk
J.D., Member FL & GA Bars

Brian J. Downey
J.D., Member FL, AZ & IN Bars
LL.M. in Taxation

Peck & Peck

Attorneys at Law
Suite 103, Wachovia Bank Building
5801 Pelican Bay Boulevard
Naples, Florida 34108-2709

Telephone
(239) 566-3600

Facsimile
(239) 566-3977

June 15, 2006

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Driftwood Garden Center of Bonita Springs, Inc.

Dear Madam:

Enclosed herewith, for filing, is the original and one copy of the Articles of Incorporation for the above named corporation, together with a check to your order in the sum of \$78.75 representing the filing fee.

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate of Incorporation, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,


Daniel D. Peck

DDP/st
Enclosures

cc: Craig D. Hazelet

FILED
06 JUN 19 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

6/15/00

FILED

06 JUN 19 AM 10:07

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

DRIFTWOOD GARDEN CENTER OF BONITA SPRINGS, INC.

ARTICLE I

NAME AND ADDRESS

The name of this corporation is Driftwood Garden Center of Bonita Springs, Inc. and its principal address is 5051 Tamiami Trail North, Naples, Florida 34103, and its mailing address is 5051 Tamiami Trail North, Naples, Florida 34103.

ARTICLE II

DURATION

This corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized to engage in the business of a nursery and landscaping distribution and wholesale facility, and for all other purposes allowed a Florida corporation.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5051 Tamiami Trail North, Naples, Florida 34103 and the name of the initial registered agent of this corporation at that address is Craig Hazelett.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are: Gary L. Hazelett, 190 Cajepu Drive, Naples, Florida 34108, Craig D. Hazelett, 208 Monterey Drive, Naples, Florida 34119, Brad M. Hazelett, 8498 Laurel Lakes Cove, Naples, Florida 34119 and David C. LeMay, 445 Palm River Boulevard, Naples, Florida 34110.

ARTICLE VII

INCORPORATORS

The names and addresses of the persons signing these Articles are: Gary L. Hazelett, 190 Cajepu Drive, Naples, Florida 34108, Craig D. Hazelett, 208 Monterey Drive, Naples, Florida 34119, Brad M. Hazelett, 8498 Laurel Lakes Cove, Naples, Florida 34119 and David C. LeMay, 445 Palm River Boulevard, Naples, Florida 34110.

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

SHAREHOLDER QUORUM

Sixty percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE X

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger is required, even if that approval is not required by law.

ARTICLE XI

NO REMOVAL OF DIRECTORS

The shareholders of this corporation are not entitled to remove any director from office during his term without cause.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law against all expenses, costs, damages and attorneys' fees reasonably incurred for any action or inaction in connection with the corporation except for a criminal act, gross negligence or willful misconduct. An officer or director shall not be liable to the corporation for any loss or damage sustained by it for

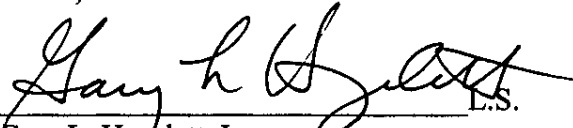
any action taken or omitted by him if he in good faith exercised the care of a prudent man, in good faith acted or failed to act based upon advice of counsel for the corporation or on the books and records of the corporation, or followed what he believed to be sound accounting and business practice.

ARTICLE XIII

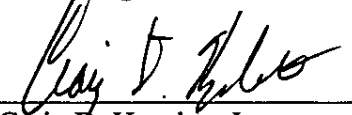
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them by a two-thirds vote of the shareholders.

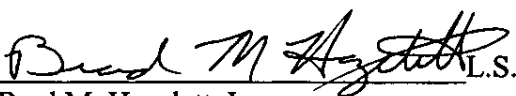
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 15 day of June, 2006.



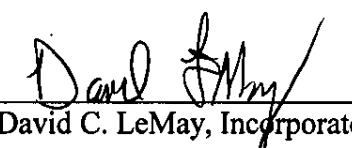
Gary L. Hazelett, Incorporator L.S.



Craig D. Hazelett, Incorporator L.S.



Brad M. Hazelett, Incorporator L.S.




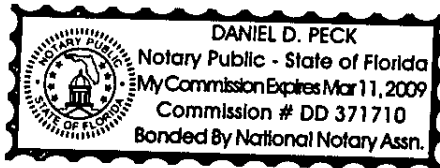
David C. LeMay, Incorporator L.S.

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, appeared Gary L. Hazelett, Craig D. Hazelett, Brad M. Hazelett, and David C. LeMay personally known to me to be the persons who executed these Articles of Incorporation, and they acknowledged before me that as their free act they executed these Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 15 day of June, 2006.

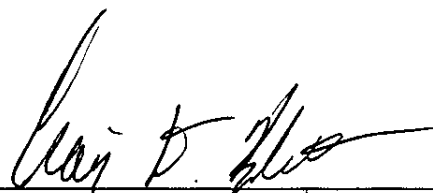

Notary Public



My Commission Expires:

I, Craig D. Hazelett, agree to serve as resident agent and accept service for Driftwood Garden Center of Bonita Springs, Inc., at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 15 day of June, 2006.


Craig D. Hazelett

FILED
06 JUN 19 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA