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2008 JAN 16 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CH. 1-16

**TRANSMITTAL LETTER**

Mrs. Bobbie Cox  
Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

SUBJECT: **Waller Farms, Inc.**

Enclosed please find an original and one (1) copy of the Articles of Incorporation for above corporation and check in the amount of \$70.00.

FROM: Carole K. DeCelle  
RCD Consulting, Inc.  
18178 NW State Road 16  
Starke, FL 32091  
(904) 966-2043

**ARTICLES OF INCORPORATION**  
**WALLER FARMS, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I – NAME**

The name of this corporation is **Waller Farms, Inc.**

**ARTICLE II – DURATION**

The duration of this corporation shall commence upon receipt and shall be perpetual.

**ARTICLE III – PURPOSE**

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

**ARTICLE IV – CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of \$1.00 (one dollar) par value common stock.

**ARTICLE V – MAILING ADDRESS**

The principal office of the corporation shall be 4441 Weeks Road, Green Cove Springs, Florida 32043 and the mailing address of the corporation is 4441 Weeks Road, Green Cove Springs, Florida 32043.

**ARTICLE VI –**

**INITIAL REGISTERED AGENT – DESIGNATION AND ACCEPTANCE**

The name and address of the initial registered agent and office of this corporation is:

Carole K. DeCelle  
18178 NW State Road 16  
Starke, FL 32091

Carole K. DeCelle signed these Articles of Incorporation to indicate her acceptance and agreement to act in this capacity as contemplated by Section 607.0202 and Section 621, Florida Statutes.

I hereby accept the appointment as Registered Agent of **Waller Farms, Inc.** and agree to act in that capacity.

  
CAROLE DeCELLE

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**ARTICLE VII – INCORPORATOR AND INITIAL BOARD OF DIRECTORS**

The names and addresses of the directors of this corporation who are signing these

Articles of Incorporation are as follows:

Randolph Padgett  
4441 Weeks Road  
Green Cove Springs, FL 32043

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1) and the method of election of directors shall be governed by the By-Laws.

**ARTICLE VIII – BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE IX – INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE X – AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 14th day of January, 2008.

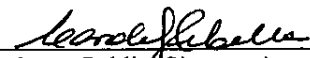
  
\_\_\_\_\_  
RANDOLPH PADGETT, President

**STATE OF FLORIDA  
COUNTY OF BRADFORD**

**BEFORE ME**, a Notary Public authorized to take acknowledgements in the State and County set forth above personally appeared Randolph Padgett, who is either personally known to me or who has produced \_\_\_\_\_ as identification and who acknowledged before me that he is the person who executed the foregoing Articles of Incorporation. He did take an oath.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal, in the State and County aforesaid, this 14th day of January, 2008.

CAROLE K. DECELLE  
Print Name of Notary

  
\_\_\_\_\_  
Notary Public (Signature)  
State of Florida at Large  
My Commission Expires 5/23/10

