

# Florida Department of State

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From:

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# FLORIDA PROFIT/NON PROFIT CORPORATION

sod masters lawn renovation specialists, inc.

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#### ARTICLES OF INCORPORATION OF SOD MASTERS LAWN RENOVATION SPECIALISTS, INC.

I, THE UNDERSIGNED, HEREBY ORGANIZE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PR. VILEGES, IMMUNITIES, AND LIABILITIES OF CORPORATIONS FOR PROFIT.

# ARTICLE 1 - NAME AND PRINCIPAL OFFICE

THE NAME OF THE CORPORATION SHALL BE:

SOD MASTERS LAWN RENOVATION SPECIALISTS, INC.

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION

15:

5085 PACIFIC AVENUE SPRING HILL, FLORIDA 34607

# **ARTICLE 11 - DURATION**

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

#### ARTICLE III - PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

#### **ARTICLE IV - CAPITAL STOCK**

THE CORPORATION IS AUTHORIZED TO ISSUE 7,000 SHARES OF \$1,00 PAR VALUE COMMON STOCK, WHICH SHOULD BE DESIGNATED "COMMON SHARES".

### ARTICLE V - CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION WILL BEGIN BUSINESS SHALL BE \$100.00.

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# ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

#### 5085 PACIFIC AVENUE SPRING HILL, FLORIDA 34607

THE NAME OF THIS INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

#### DAWN EBERTS

#### ARTICLE VII - NUMBER OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

#### ARTICLE VIII - DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE AS FOLLOWS:

DAWN EBERTS 11267 ELGIN BLVD. SPRING HILL, FLORIDA 34608

MICHAEL EBERTS 11267 ELGIN BLVD. 5PRING HILL, FLORIDA 34608

# ARTICLE IX - OFFICERS

THE OFFICERS OF THE CORPORATION SHALL BE:

PRESIDENT: VICE PRESIDENT: SECRETARY: TREASURER: DAWN EBERTS MICHAEL EBERTS MICHAEL EBERTS DAWN EBERTS

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE OF THE CORPORATION.

## ARTICLE X - INCORPORATORS

THE NAMES AND ADDRESSES OF THE INITIAL SUBSCRIBER SIGNING THESE ARTICLES ARE AS FOLLOWS:

DAWN EBERTS 5085 PACIFIC AVENUE SPRING HILL, FLORIDA 34607

# ARTICLE XI - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND, ADDEND, OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THESE RESERVATION.

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## ARTICLES XII - BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

# ARTICLE XIII - ADOPTION OF BY-LAWS

A SPECIAL MEETING OF THE SUBSCRIBERS OR THEIR ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND THE ADOPTION OF THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

## ARTICLE XIV - TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS, AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

#### ARTICLE XV - RESTRICTIONS OF TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

DAWN EBERTS MICHAEL EBERTS 51 SHARES

49 SHARES

SHARES HELD BY THE INITIAL SHAREHOLDERS LISTED ABOVE MAY NOT BE RESOLD OR OTHER WISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH AND THE TIME WITHIN WHICH SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY SEAL TO THESE ARTICLES OF INCORPORATION ON THIS 141- DAY OF MAY \_\_\_\_\_\_, 20 08.

DAWN EBERTS MORE DELETS

STATE OF FLORIDA COUNTY OF HUMALO	
BEFORE ME PERSONALLY APPEARED (KNOWN AND KNOWN TO ME TO BE THE PERSONG INSTRUMENT, AND ME THAT HE/SHE EXECUTED SAID INSTRUMENT EXPRESSED.	ERSON DESCRIBED IN AND WHO ACKNOWLEDGED TO AND BEFOR
WITNESS MY HAND AND OFFICIAL SEAL 2007.	THIS 14th DAY OF Hay
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PERSONALLY KNOWN \_ √ OR TYPE OF IDENTIFICATION PRODUCED\_

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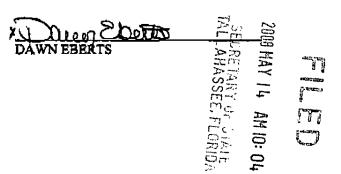
# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

SOD MASTERS LAWN RENOVATION SPECIALISTS, INC.

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION AT 5085 PACIFIC AVENUE, SPILING HILL, COUNTY OF HERNANDO, STATE OF FLORIDA, HAS NAMED DAWN EBERTS, AT THAT ADDRESS, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT: HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ARIOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF THE SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.



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