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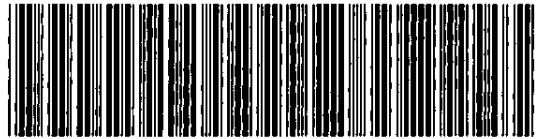
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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68-8-21
2009

COVER LETTER

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

SUBJECT: THE NEIGHBORHOOD GARDEN, 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 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Melissa L. Garnier
Name (Printed or typed)

8046 Arble Drive
Address

Jacksonville, FL 32211-4304
City, State & Zip

(904) 744-4823
Daytime Telephone number

melgarnier@bellsouth.net
E-mail address: (to be used for future annual report notification)

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

Articles of Incorporation
of
THE NEIGHBORHOOD GARDEN, INC.
Adopted
November 23, 2009

ARTICLES OF INCORPORATION
OF
THE NEIGHBORHOOD GARDEN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

The Neighborhood Garden, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation in the State of Florida shall be located in Jacksonville, County of Duval. The Corporation may have such other offices, either within or without the State of Florida, as the Board of Directors may designate or as the business of the Corporation may require from time to time.

The mailing address of the Corporation shall be 8046 Arble Drive, Jacksonville, Florida 32211-4304.

ARTICLE III - CORPORATE PURPOSE

The purpose for which the corporation is organized is to provide produce sales and delivery. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the Corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

ARTICLE IV - DURATION

The duration of the Corporation is perpetual.

ARTICLE V - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One hundred (100) shares.

ARTICLE VI – INITIAL OFFICERS AND/OR DIRECTORS

The number of directors constituting the initial board of directors is one. The number of directors may be increased or decreased from time to time in accordance with the bylaws but shall never be fewer than one.

The initial officer and/or director of this corporation shall be:

Melissa L. Garnier, President
8046 Arble Drive
Jacksonville, Florida 32211-4304

Jeremy S. Garnier, Vice President
8046 Arble Drive
Jacksonville, Florida 32211-4304

ARTICLE VII – REGISTERED AGENT

The name and Florida street address of the registered agent of this corporation shall be:

Jeremy S. Garnier, Vice President
8046 Arble Drive
Jacksonville, Florida 32211-4304

ARTICLE VIII – INCORPORATOR

The name and address of the Incorporator of this corporation is:

Melissa L. Garnier, President
8046 Arble Drive
Jacksonville, Florida 32211-4304

ARTICLE IX – RIGHTS OF INITIAL DIRECTORS

Each of the initial directors shall have the right to be a director of the corporation as long as the respective director is a shareholder of the corporation. By acquiring shares in this corporation, each shareholder agrees to abide by this right and to elect each of the initial directors named in these Articles of Incorporation to the office of director as long as that director is a shareholder of the corporation. This article may not be amended in any way without the written consent of each of the initial directors who is a shareholder of the corporation at the time of the amendment.

ARTICLE X – SHARE TRANSFER RESTRICTIONS

Shares of the corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the board of directors:

| <u>Shareholder</u> | <u>Number of Shares</u> |
|-----------------------------------|--------------------------------|
| Melissa L. Garnier, President | 51 |
| Jeremy S. Garnier, Vice President | 49 |

Shares held by each shareholder may not be sold or otherwise transferred to other persons (other than transfer to an heir in the case of a shareholder's death) unless first offered to this corporation or to the remaining shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this article and which may also include the corporation as a party. These restrictions are intended to preserve exemptions under federal and state securities laws, to provide for orderly changes in ownership of shares, and to serve other reasonable purposes.

ARTICLE XI – EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be December 1, 2009.

The undersigned has executed these Articles of Incorporation this November 23, 2009.


Melissa L. Garnier, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT
BY REGISTERED AGENT OF
THE NEIGHBORHOOD GARDEN, INC.

I, Jeremy S. Garnier, having been appointed as the initial Registered Agent of The Neighborhood Garden, Inc., a Florida corporation, do now hereby accept the appointment as such registered agent and agree to perform all duties as such position requires under the laws of the State of Florida.



Jeremy S. Garnier, Registered Agent
8046 Arble Drive
Jacksonville, Florida 32211-4304

November 23, 2009

COVER LETTER

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