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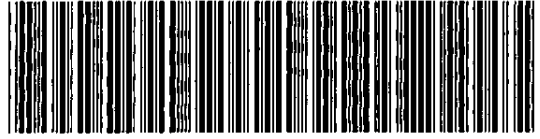
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
2010 FEB 25 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers FEB 26 2010

## COVER LETTER

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

**SUBJECT:** Black Dog Fitness, 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:** Andrew C. White

Name (Printed or typed)

1286 Ponte Vedra Blvd.

Address

Ponte Vedra, Florida 32082

City, State & Zip

904-238-3895

Daytime Telephone number

BlackDogFitness@aol.com

E-mail address: (to be used for future annual report notification)

RECEIVED  
TALLAHASSEE, FL 32314

2010 FEB 25 AM 10:18

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

**ARTICLES OF INCORPORATION**  
**OF**  
**BLACK DOG FITNESS, INC.**

FILED  
2010 FEB 25 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

**Name**

Section 1.1. Name. The name of this corporation is BLACK DOG FITNESS, INC. and the address is 1286 Ponte Vedra Blvd., Ponte Vedra, FL 32082.

**ARTICLE II**

**Duration**

Section 2.1. 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 Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**Purpose**

Section 3.1. Purposes. This corporation is organized for the sole and specific purpose of providing personal training and fitness services. This corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other State or country to engage in any business not prohibited by the Florida Corporation Act. It is expressly hereby provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE IV**

**Capital Stock**

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares having a par value of \$.10 per share.

Section 4.2. 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 V**  
**Initial Registered Office and Agent**

Section 5.1. Name and Address. The name of the initial registered agent and the street address of the initial registered office of this corporation is Andrew White 1286 Ponte Vedra Blvd Ponte Vedra, FL 32082.

**ARTICLE VI**  
**Directors**

Section 6.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The composition of the board of directors and manner of selection of directors shall be as provided in the bylaws.

Section 6.2. Initial Directors. The names and street addresses of the members of the first board of directors of this corporation are:

<u>Name</u>	<u>Address</u>
Andrew White	1286 Ponte Vedra Blvd., Ponte Vedra, FL 32082

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their service as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4. 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**

Section 7.1. 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 or 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 bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VIII**  
**Incorporator**

Section 8.1. Name and Address. The name and street address of the incorporator of this corporation is Andrew White 1286 Ponte Vedra Blvd., Ponte Vedra, FL 32082.


**ARTICLE IX**  
**Amendment**

Section 9.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation by a vote of not fewer than sixty-six and six tenths percent (66.6%) of its Board of Directors of the corporation entitled to vote thereon, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X**  
**Dissolution**

Section 10.1. Dissolution. The corporation may be dissolved at any time on the affirmative vote of the holders of at least sixty-six and six tenths percent (66.6%) of the Board of Directors of the corporation entitled to vote thereon. On dissolution, the corporation property and assets shall, after payment, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

**IN WITNESS WHEREOF**, the incorporator has executed these Articles the 13 day of February, 2010.

  
\_\_\_\_\_

STATE OF FLORIDA     )  
  ) ss:  
COUNTY OF DUVAL     )

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of February, 2010, by Andrew White who is personally known to me or who has produced (personally known) \_\_\_\_\_ as identification.

Aleta M. Towles  
\_\_\_\_\_  
Notary Public, State of Florida  
My commission expires: May 9, 2011



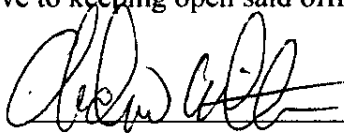
ALETA M. TOWLES  
Commission DD 637747  
Expires May 9, 2011  
Bonded Thru Troy Fahn Insurance 800-385-7019

**Certificate Designating or Changing Place  
of Business or Domicile for the Service of Process  
Within This State, Naming Agent Upon  
Whom Process May Be Served**

Pursuant to the requirements of Chapter 48.091, Florida Statutes, the following is submitted in compliance therewith:

That BLACK DOG FITNESS, INC., a Florida Corporation, with its principal office as indicated in the Articles of Incorporation has named Andrew White located at 1286 Ponte Vedra Blvd., Ponte Vedra, FL 32082 its agent to accept service of process within this State.

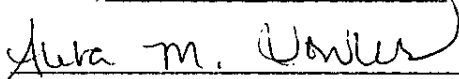
Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said act relative to keeping open said office.



FILED  
2010 FEB 25 AM 10:18  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA                     )  
  ) ss:  
COUNTY OF DUVAL                     )

**SWORN TO AND SUBSCRIBED** before me this 13<sup>th</sup> day of February, 2010, by Andrew White, who is personally known to me or who has produced (personally known) \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My commission expires: may 9, 2011



ALETA M. TOWLES  
Commission DD 637747  
Expires May 9, 2011  
Bonded Thru Troy Fahn Insurance 800-385-7019

**ACCEPTANCE**

I hereby agree to act as registered agent for BLACK DOG FITNESS, INC. as stated in the Articles of Incorporation of said Corporation.

