

P10000080922



200185717762

09/30/10--01021--019 **87.50

(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

FILED

2010 SEP 30 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-5-01
W.C.

COVER LETTER

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

SUBJECT: WIND'S FAMILY LAWN SERVICES, 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:

THOMAS WIND

Name (Printed or typed)

5260 N.W. 185TH STREET

Address

ORANGE LAKE, FLA. 32681

City, State & Zip

352-591-1147

352-208-4178

Daytime Telephone number

WFLS@AOL.COM

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
WIND'S FAMILY LAWN SERVICES, INC.

FILE # 800644444
200 SEP 30 PM 12:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

1.01 NAME AND ADDRESS. The name of the Corporation is **WIND'S FAMILY LAWN SERVICES, INC.**, a for profit Corporation, the Mailing address of the Corporation is P. O. Box 338 Orange Lake, Florida 32681 and the physical address is 5260 N.W. 185th Street, Orange Lake, Florida 32681.

ARTICLE II.

2.01 DURATION. The period of duration of the Corporation is perpetual.

ARTICLE III.

3.01 POWERS. The Corporation is organized for the purpose of transacting any and all useful business.

3.02 AUTHORITY OF DIRECTORS. The Board, subject to any Specific written limitations or restrictions imposed by laws or by these Articles, shall direct the carrying out of the purposes and exercise the power of the Corporation without previous authorization or subsequent approval by the stockholders of the Corporation.

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 2 OF 9

ARTICLE IV.

4.01 STOCK CERTIFICATES. Certificates of stocks shall be Signed by the President or the Vice-President, jointly with the Secretary and the seal of the Corporation shall be impressed thereon.

4.02 NUMBER OF AUTHORIZED SHARES. The aggregate number of shares that the Corporation shall have authority to issue is 8,000 shares of common stock with par value of \$1.00 per share.

4.03 PRE-EMPTIVE RIGHT. The holders of shares of this Corporation shall have pre-emptive rights to purchase any shares of the Corporation hereafter issued or any security exchangeable for or convertible Into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

4.04 SHARES NOT IN CLASSES. The shares of the Corporation are not to be divided into classes.

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 3 OF 9

4.05 SECTION 1244 STOCK PLAN. Pursuant to the requirements of section 1244 *Internal Revenue Code* and the regulations issued there under, all of the 8,000 shares of common stock, par value \$1.00 per share, shall be issued under the Section 1244 Stock Plan. The maximum amount to be received by the Corporation in consideration of the stock to be issued pursuant to this plan shall be \$1,000,000.00. Such common stock shall be issued only for money and other property (other than stock and securities). This Corporation qualifies as a Small Business Corporation as defined in Section 1244, *Internal Revenue Service Code* and the regulations there under. Any and all action taken by the Corporation shall qualify the stock offered and issued under the Plan as "Section 1244 Stock", as such term is defined in the *Internal Revenue Service Code* and the regulations there under.

ARTICLE V.

5.01 CUMULATIVE VOTING At all elections of the Directors of this Corporation, each shareholder shall be entitled to as many votes as shall

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 4 OF 9

equal the number of votes which (except for those provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

ARTICLE VI.

6.01 BYLAWS. The power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board.

6.02 DIRECTOR CONFLICTS. Any contract or other transaction between the Corporation and one or more of its Directors, a committee, shareholders or employees, in which they are interested, or between the Corporation and any Corporation or association of which one or more of its Directors and shareholders, members, directors, officers, or employees, or in

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 5 OF 9

which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of the Corporation that acts upon, or in reference to, the contract or transactions; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board, a committee or its shareholders. This Section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

6.03 INDEMNIFICATION AND RELATED MATTERS. The Corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

6.04 REMOVAL OF DIRECTORS. At a special meeting of the shareholders called expressly for that purpose, directors may be removed in the manner provided by the Bylaws.

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 6 OF 9

6.05 AMENDMENT OF ARTICLES OF INCORPORATION.

The Corporation reserves the right to amend the Articles in any manner now or hereafter permitted by the law, as provided by the Bylaws.

ARTICLE VII.

7.01 ORGANIZING DIRECTORS. The initial Board of Directors Shall consist of three (3) Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS WIND	5260 N.W. 185TH STREET ORANGE LAKE, FLORIDA 32681
JUANITA D. WIND	5260 N.W. 185th STREET ORANGE LAKE, FLORIDA 32681
CECILIA DUKES	5615 N. W. 185th STREET ORANGE LAKE, FLORIDA 32681

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 7 OF 9

ARTICLE VIII.

8.01 REGISTERED AGENT AND REGISTERED OFFICE.

The name and address of the initial Registered Agent of the Corporation is
THOMAS WIND whose mailing address is P. O. BOX 338 ORANGE

LAKE, Florida 32681. *5260 NW 185th St, Orange
Lake, Fl. 32681*

ARTICLE X.

10.01 SUBCHAPTER "S" CORPORATION. The Corporation is authorized to issue only one (1) class of stock, and all issued stock shall be held on record by not more than thirty five (35) persons. Stock will be issued and transferred only to (a) natural persons, (b) estates, or (c) a trust as described in 25 USCS, & 1361, as amended January 1, 1983, and as Amended in 1988 by PL 100-647, defined as a qualified "Small Business "Small Business Corporation". In addition, no stock shall be issued or transferred to a nonresident alien.

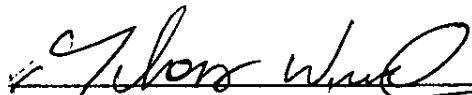
**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

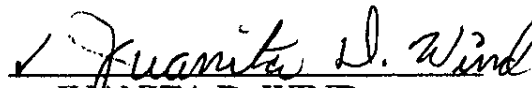
PAGE 8 OF 9

IN WITNESS WHEREOF, the undersigned incorporator:

held of record by not more than thirty five (35) persons. Stock will be issued and transferred only to (a) natural person, (b) estates, or (c) a trust as described in 25 USC, &1361, as amended January 1, 1983 and as amended in 1988 by PL100-647, defined a qualified "Small Business Corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles this 25th day of SEPTEMBER, 2010.


THOMAS WIND


JUANITA D. WIND


CECILIA DUKES

**ARTICLES OF INCORPORATION
FOR
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 9 OF 9


**STATE OF FLORIDA
COUNTY OF MARION**

BEFORE ME, a notary public authorized to take acknowledgments in
the state and county set forth above, personally appeared before me:

THOMAS WIND, JUANITA D. WIND and CECILIA DUKES

Known to me and known by me to be the persons who executes the
foregoing Articles of Incorporation and acknowledged to me that they
executed the Same freely and voluntarily for the uses and purposes therein
expressed.

WITNESS my hand and official seal this 25th day of SEPTEMBER 2010

MATTHEW TURPIN 
PRINT NAME: MATTHEW TURPIN
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO.: DD 863833
MY COMMISSION EXPIRES: 3/1/2013

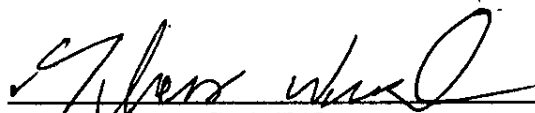
DMM MINISTRIES, INC.



CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

THOMAS WIND whose address is 5260 N.W. 185th STREET
ORANGE LAKE, Florida 32681 and mailing address is P.O Box 338
ORANGE LAKE, Florida 32681, is the initial registered agent named in the
Articles of Incorporation to accept service of process for **WIND'S**
FAMILY LAWN SERVICES, INC. a corporation organized under the
Laws of the State of Florida hereby accepts such appointment as
Registered Agent at the place designated in this certificate.

DATED this 25th day of SEPTEMBER, 2010


THOMAS WIND

DMM MINISTRIES, INC.

2010 SEP 30 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**MINUTES OF THE ORGANIZATIONAL MEETING
OF DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

The organizational meeting of the Incorporators and Directors was held at the Office at 5260 N. W. 185th St. ORANGE, LAKE, Florida 32681 on 9-25-2010, 2010, at 1:00 PM.

THOMAS WIND, an Incorporator named in the Articles of Incorporation called the meeting to order.

On motion duly made, seconded and carried, **THOMAS WIND** was elected Chairman of the, meeting, **JUANITA D. WIND**, Secretary, and **CECILIA DUKES**, Treasurer thereof.

The Chairman, Secretary and Treasurer accepted their respective offices and proceeded with the discharge of their duties.

The Secretary then called the roll and found that the following Incorporators and Directors named in the Articles of Incorporation were present and in person: **THOMAS WIND, JUANITA D. WIND** and **CECILIA DUKES**.

**MINUTES OF ORGANIZATIONAL MEETING
OF
DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 2 OF 7

The Secretary announced that the Directors present constitute a majority of the Directors named in the Articles of Incorporation. Thereupon, the Chairman declared that the meeting was duly constituted and in compliance with the Florida Statutes.

A written waiver of Notice of the time and place of holding the present meeting, signed by the Incorporators and Directors named in the Articles of Incorporation of this Corporation was then presented and read by the Secretary, and it was ordered filed and spread at length upon the minutes.

The Secretary then presented and read to the meeting the copy of the Articles of Incorporation of this Corporation and reported that on 9-30-, 2010, the original thereof was filed with the DEPARTMENT OF SECRETARY OF STATE of Florida; that the filing fees and taxes were paid and that a letter evidencing receipt thereof was received from the DEPARTMENT OF STATE. On motion duly made and carried, it was

**MINUTES OF ORGANIZATIONAL MEETING
OF
DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 3 OF 7

RESOLVED, that the report of the Secretary be accepted as correct and the Secretary is directed to spread a copy of the Articles and letter at length upon the minutes.

The Chairman then submitted for the consideration of the meeting a set of proposed Bylaws and stated that the same had been prepared by the counsel for the Corporation in accordance with the instructions of the Directors.

The Bylaws were then taken up, read and considered, section by section, and adopted as the Bylaws of the Corporation.

On motion duly made, second and unanimously carried, the Secretary was directed to append the Bylaws at length in the Minute Book.

The Chairman then stated that nominations for Officers of the corporation were in order.

**MINUTES OF ORGANIZATIONAL MEETING
OF
DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 4 OF 7

The following persons were nominated and thereupon elected:

FOR PRESIDENT: THOMAS WIND

FOR SECRETARY: JUANITA D. WIND

FOR TREASURER: CECILIA DUKES

The Secretary exhibited a proposed form of stock certificate for the Corporation and upon motion made, seconded and carried the certificate of shares of the Corporation shall be in the form exhibited. The Secretary was directed to attach a form of stock certificate to these minutes.

The following form was selected as the seal of the Corporation:

**WIND'S FAMILY LAWN SERVICES, INC.
FLORIDA
2010**

On motion duly made, seconded and carried the Treasurer was directed to make a donation from the corporate funds for expenses of the Corporation, approval for consideration being given for services rendered.

**MINUTES OF ORGANIZATIONAL MEETING
OF
DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 5 OF 7

by DMM MINISTRIES, INC.,

The following was then adopted:

RESOLVED, that the Treasurer is directed to open an account with
_____ \$500.00 _____ and deposit therein all funds of the Corporation.

all drafts, checks and notes of the corporation, payable on the account shall
be made in the name of the Corporation, signed by the following any two:

THOMAS WIND , JUANITA D. WIND and CECILIA DUKES;

and it is further

RESOLVED, that the resolution required by the bank to effect the
foregoing arrangement is adopted as the action of the Board of Directors of
the Corporation.

The Directors named in the Articles of Incorporation then tendered
their resignation, effective upon the adjournment of this meeting. Upon
motion duly made, seconded and adopted and ordered spread upon the
the minutes.

**MINUTES OF ORGANIZATIONAL MEETING
OF
DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 6 OF 7

Upon motion duly made, seconded and carried, the following persons were elected as Directors of the Corporation to hold office until the first annual meeting of the shareholders and until a successor shall have been elected and qualified or until their earlier resignation, removal from office or death: **THOMAS WIND, JUANITA D. WIND and CECILIA DUKES.**

It was then noted that there were present the following offers to purchase shares of capital stock:

<u>FROM</u>	<u>No of Shares</u>	<u>CONSIDERATION</u>
THOMAS WIND	100	\$100.00
JUANITA D. WIND	100	\$100.00
CECILIA DUKES	100	\$100.00

It was determined that the consideration offered for the stock is reasonably worth the number of shares for which it was offered and that it is

**MINUTES OF ORGANIZATIONAL MEETING
OF
DIRECTORS AND INCORPORATORS
OF
WIND'S FAMILY LAWN SERVICES, INC.**

PAGE 7 OF 7

in the best interest of the Corporation to accept the offer. It was thereupon

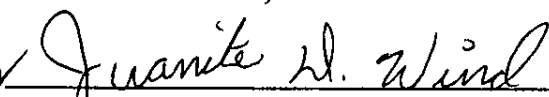
RESOLVED, that the Board of this Corporation had determined that the consideration offered was of value of at least equal to the full par value of the stock to be issued thereupon; that each such offer be therefore accepted, that upon delivery, in full, to the Corporation of the consideration offered, that an appropriate stock certificate be issued in favor of each offer or as soon as possible to reflect ownership of the shares so purchased and that each offer or purchase thereupon constitutes the stockholders of this Corporation.

There being no further business to come before the board, the meeting was, upon motion duly made and seconded, adjourned.

DATE: 25th SEPTEMBER, 2010.



THOMAS WIND, CHAIRMAN

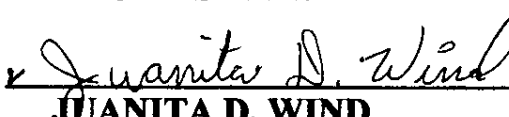


JUANITA D. WIND, SECRETARY

DIRECTOR'S RATIFICATION OF MINUTES
OF
WIND'S FAMILY LAWN SERVICES, INC.

We the undersigned, being the Directors of **WIND'S FAMILY LAWN SERVICES, INC.**, do hereby ratify, approve and confirm all that has occurred at the foregoing meeting held on the 25th day of September, 2010, the minutes of which we have read and in signification of such approval, ratification and confirmation, and of our assent to any and all acts at the said meeting, do hereby sign our names hereto.


THOMAS WIND


JUANITA D. WIND


CECILIA DUKES