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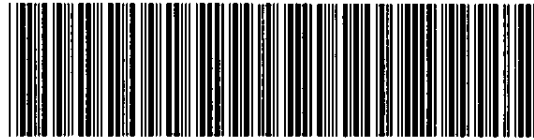
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COVER LETTER

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

SUBJECT: Varsity Ten, 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: Richard E. Benton
Name (Printed or typed)
1415 East Piedmont Drive, Suite Four
Address
Tallahassee, FL 32308
City, State & Zip
(850) 297-0990
Daytime Telephone number
reb@nettally.com
E-mail address: (to be used for future annual report notification)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION

OF

Varsity Ten, Inc.

The undersigned does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of incorporating Varsity Ten, Inc. (the "Corporation"), under the laws of the State of Florida.

Article One - Name

The name of the Corporation is Varsity Ten, Inc.

Article Two - Principal Office and Mailing Address

The Corporation's principal office shall be located at 2028 Sandhill Crane Drive, Jacksonville, Florida 32224, and its mailing address shall be 2028 Sandhill Crane Drive, Jacksonville, Florida 32224.

Article Three - Term of Existence

This Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

Article Four - General Purpose of Corporation

The general purpose of the Corporation and the nature of the business to be transacted by the Corporation are to engage in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

Article Five - Capital Stock

The maximum number of shares of any equity security that the Corporation is authorized to have outstanding at any time shall be as follows:

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TALLAHASSEE, FLORIDA

Common Stock - One thousand (1,000) shares of common stock with a par value of \$1.00 per share. The whole or any part of the common stock of the Corporation shall be payable in lawful money of the United States of America, or in property, labor or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

ARTICLE SIX – REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial registered agent and the street address of the initial registered office of the Corporation shall be:

Richard E. Benton, Esquire
1415 East Piedmont Drive, Suite Four
Tallahassee, Florida 32308

The Board of Directors may move the registered office to any other address in the State of Florida.

ARTICLE SEVEN - INDEMNIFICATION

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the Corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees' or agents' duties to the Corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the Corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

ARTICLE EIGHT - DIRECTORS

The Corporation shall initially have one (1) director. The number of directors may be increased or decreased by the Board of Directors, as expressed in the Corporation's Bylaws, but shall never be less than one (1). A director is not required to meet any qualifications other than those required by the laws of the State of Florida. The name and addresses of the initial director is as follows:

Jennifer K. Baerwaldt
2028 Sandhill Crane Drive
Jacksonville, Florida 32224

ARTICLE NINE - INCORPORATORS

The name and street address of the person acting as the incorporator of the Corporation is as follows:

Jennifer K. Baerwaldt
2028 Sandhill Crane Drive
Jacksonville, Florida 32224

ARTICLE TEN - PREEMPTIVE RIGHTS

All holders of the Corporation's common stock shall have preemptive rights with respect to any stock, regardless of class or series, issued by the Corporation subsequent to the date on which any such shareholder purchased his shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the Corporation such that his proportionate ownership interest in the Corporation will remain the same.

ARTICLE ELEVEN - BYLAWS

The Board of Directors shall have the power to adopt and amend bylaws for the Corporation.

ARTICLE TWELVE - AMENDMENT

The Articles of Incorporation may be amended as provided under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation this 31 day of May, 2011.


JENNIFER K. BAERWALDT

I accept designation as registered agent.
Richard E. Benton

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