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To:

Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
AG-TECH, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**AG-TECH, INC.**

I, the undersigned Incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME OF CORPORATION**

The name of this corporation is:

**AG-TECH, INC.**

The principal office is located at **25000 SW 157<sup>TH</sup> AVENUE, HOMESTEAD, FL 33031.**

**ARTICLE II**

**PURPOSE AND NATURE OF BUSINESS**

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

**ARTICLE III**

**DURATION OF CORPORATION**

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

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**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

**ARTICLE V**  
**INITIAL CAPITAL CONTRIBUTION**

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

**ARTICLE VI**  
**SUBSCRIBERS**

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they have elected to take are as follows:

<b><u>SUBSCRIBER</u></b>	<b><u>ADDRESS</u></b>	<b><u>NUMBER OF SHARES</u></b>
JEFFREY P. DEMOTT	26000 SW 157 <sup>TH</sup> AVENUE HOMESTEAD, FL 33031	100

**ARTICLE VII**

**DIRECTORS**

The initial number of Directors of this corporation shall be one (1). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

**ARTICLE VIII**

**INITIAL BOARD OF DIRECTORS**

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his or her successors are elected and qualified, are:

**NAME**

JEFFREY P. DEMOTT

**ADDRESS**

25000 SW 157<sup>TH</sup> AVENUE  
HOMESTEAD, FL 33031

**ARTICLE IX**

**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE X**

**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is JEFFREY P. DEMOTT, and the name of the Initial Registered Agent of this corporation at that address is 25000 SW 157<sup>TH</sup> AVENUE, HOMESTEAD, FL 33031.

**ARTICLE XII**

**INITIAL OFFICER(S) AND/OR DIRECTOR(S)**

The initial officer(s) and/or director(s) of the corporation is/are:

D/P/S/T: JEFFREY P. DEMOTT of 25000 SW 157<sup>TH</sup>, HOMESTEAD, FL 33031

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**ARTICLE XIII**

**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former Officer or director, to the full extent permitted by law.

DATED this 16 day of December, 2011.

  
\_\_\_\_\_  
JEFFREY R. DEMOTT

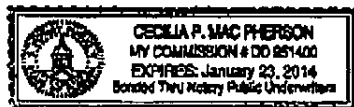
STATE OF FLORIDA           )  
                                      )  
COUNTY OF MIAMI-DADE   )

BEFORE ME, the undersigned authority, personally appeared JEFFREY P. DEMOTT, to me well known to be the person described in and who acknowledged before me, according to law, that he made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami-Dade County, State of Florida, this 16 day of December, 2011.

  
\_\_\_\_\_  
NOTARY PUBLIC - STATE OF FLORIDA  
Print Name: CECILIA P. MACPHERSON

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST, THAT AG-TECH, INC. IS DESIRING TO ORGANIZE OR QUALIFY UNDER  
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS  
AT Miami, STATE OF FLORIDA, HAS NAMED JEFFREY P. DEMOTT, AT 25000 SW  
157<sup>TH</sup> AVENUE, HOMESTEAD, FLORIDA, STATE OF FLORIDA, AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature

Jeffrey P. Demott

Title INCORPORATOR

Date

12/16/11

Having been named to accept services of process for the above stated corporation,  
at the place designated in this certificate, I hereby agree to act in this capacity, and I further  
agree to comply with the provisions of all statutes relative to the proper and complete  
performance of my duties.

Signature

Jeffrey P. Demott

Date

12/16/11

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