

P14000035717

(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



200258984282

04/18/14--01023--026 \*\*70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 APR 18 PM 3:36

4/22/14

**DOUGLAS W. BAKER, ESQUIRE**  
**10320 FROG POND DRIVE**  
**RIVERVIEW FLORIDA 33569**  
**321-615-5256**  
**douglaswbaker.esquire@yahoo.com**

April 14, 2014

Department of State  
DIVISION OF CORPORATIONS  
Corporate Filings  
Post Office Box 6327  
Tallahassee, Florida 32314

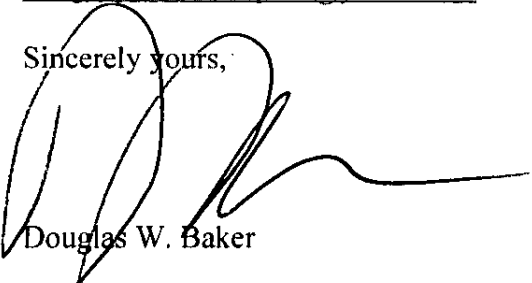
RE: Initial Filing for WILDTREE WITH KIM SVERDLOW, INC.

Dear Sir/Madam:

Enclosed you will find the original Articles of Incorporation for WILDTREE WITH KIM SVERDLOW, INC., along with the original Statement Designating Registered Agent and Registered Office. Also enclosed is a check, check number 1124, in the amount of seventy dollars (\$70.00), representing the requisite filing fee.

Thank you for your time and attention in this matter. If you have any questions, please feel free to contact myself via my cellular telephone at 321-615-5256 or via email at douglaswbaker.esquire@yahoo.com.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Douglas W. Baker', with a long horizontal flourish extending to the right.

Enclosures (3)

ARTICLES OF INCORPORATION  
OF  
WILDTREE WITH KIM SVERDLOW, INC.

I, the undersigned Incorporator, for the purpose of forming a corporation for profit in accordance with the provisions of Chapter 607, *Florida Statutes*, as amended, and pursuant to the laws of the State of Florida, acknowledge, adopt and file these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

ARTICLE 1

NAME

The name of the corporation shall be WILDTREE WITH KIM SVERDLOW, INC. For convenience, the corporation shall be referred to in this instrument as the "Corporation," these Articles of Incorporation as the "Articles," and the By-Laws of the Corporation as the "By-Laws," and the Internal Revenue Service Code of Regulations as the "Code."

ARTICLE 2

PURPOSE

The purpose for which the Corporation is organized is to create an entity pursuant to the Florida For Profit Corporation Act, (the "Act"), Chapter 607, *Florida Statutes*, as amended, including for such purposes, operation and control of the Incorporator's home-based business as a Wildtree Representative.

ARTICLE 3

DEFINITIONS

The terms used in these Articles shall have the same definitions and meaning as those set forth in the Act, as amended, the Code, as amended, or as otherwise used in the ordinary course of business, unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE 4

POWERS

The powers of the Corporation shall include and be governed by the following:

4.1 General. The Corporation shall have all of the common-law and statutory powers the Act, as amended, and the Code, as amended, that are not in conflict with the provisions of these Articles or the By-laws.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
APR 18 PM 3:36

4.2 Enumeration. The Corporation shall have all of the powers and duties set forth in the Act and all of the powers and duties reasonably necessary to operate the Corporation as more particularly described in the By-laws and these Articles, as they may be amended from time to time, including, but not limited to, the following:

- (a) To engage in any activity or business authorized under the Florida Statutes.
- (b) In general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- (c) To acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise, any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sale, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property, in accordance with the provisions of the Act and the Code.
- (d) To manage the Incorporator's home-based business as a Wildtree Representative.
- (e) To enforce by legal means the provisions of the Act, these Articles and the By-laws.
- (f) To employ personnel required to effect the purpose and powers of the Corporation.
- (g) To do any other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the purposes of the Corporation.

4.3 Establish By-laws. To establish By-laws for the Corporation's operation and management.

4.4 Limitation. The powers of the Corporation shall be subject to and shall be exercised in accordance with the provisions hereof and of the By-Laws, the Act and the Code.

## ARTICLE 5

### MEMBERS

5.1 Membership. The members of the Corporation shall consist of all of the record title owners of shares of the Corporation.

5.2 Assignment. The share of a member in the funds and assets of the Corporation cannot be assigned, hypothecated or transferred in any manner except as provided in these Articles or the By-laws.

5.3 Voting. On all matters upon which the membership, or any appropriate constituency thereof shall be entitled to vote, there shall be only one vote for each share, which vote shall be exercised or cast in the manner provided by the By-Laws. Any person or entity owning more than one share shall be entitled to one vote for each share owned.

5.4 Meetings. The By-Laws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

The Corporation shall have the following Members.

KIMBERLY B. SVERDLOW  
111 Wild Oak Drive  
Brandon, Florida 33511-7837

BENJAMIN R. SEVRDLOW  
111 Wild Oak Drive  
Brandon, Florida 33511-7837

## ARTICLE 6

### TERM OF EXISTENCE

The Corporation shall have perpetual existence.

## ARTICLE 7

### INCORPORATOR

The name and address of the Incorporator of the Corporation is as follows:

Name:

Address:

KIMBERLY B. SVERDLOW

111 Wild Oak Drive  
Brandon, Florida 33511-7837

## ARTICLE 8

### DIRECTORS

8.1 Number and Qualification. The property, business and affairs of the Corporation shall be managed by a board consisting of the number of directors determined in the manner provided by the By-Laws, but which shall consist of not less than one (1) director.

8.2 Duties and Powers. All of the duties and powers of the Corporation existing under the Act, the Code, these Articles and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees.

8.3 Election: Removal. Directors of the Corporation shall be elected at their annual meeting of the members in the manner determined by and subject to the qualifications set forth in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

8.4 First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, as provided in the By-Laws, are as follows:

KIMBERLY B. SVERDLOW  
111 Wild Oak Drive  
Brandon, Florida 33511-7837

BENJAMIN R. SEVRDLOW  
111 Wild Oak Drive  
Brandon, Florida 33511-7837

## ARTICLE 9

### OFFICERS

The affairs of the Corporation shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Corporation at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors. The By-Laws may provide for the removal from office of officers, for filling vacancies and for the duties of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President/Secretary/Treasurer:

KIMBERLY B. SVERDLOW  
111 Wild Oak Drive  
Brandon, Florida 33511-7837

Vice President:

BENJAMIN R. SVERDLOW  
111 Wild Oak Drive  
Brandon, Florida 33511-7837

## ARTICLE 10

### INDEMNIFICATION

10.1 Indemnity. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless (a) a court of competent jurisdiction finally determines, after all appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith or in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court also determines specifically that indemnification should be denied. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

10.2 Expenses. To the extent that a director, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 10.1 above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

10.3 Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the affected director, officer, employee or agent to repay such amount unless it shall

ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article 10.

10.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking may be entitled under any by-law, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

10.5 Insurance. The Corporation shall have the power, but not obligation, to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving, at the request of the Corporation, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

10.6 Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article 10 may not be amended without the approval in writing of all persons whose interest would be adversely affected by such amendment.

## ARTICLE 11

### BY-LAWS

The first By-Laws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided in the By-Laws and the Declaration.

## ARTICLE 12

### AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

12.1 Notice and Adoption. Amendments to those Articles may be proposed by any director to the Board of Directors and, after notice within the time and in the manner provided for in the Act setting forth the proposed amendment or a summary of the changes to be effected thereby, thereafter shall be submitted to a meeting of the Board of Directors of the Corporation. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of directors entitled to vote thereon.



12.2 Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law.

ARTICLE 13

PRINCIPAL PLACE OF BUSINESS AND  
MAILING ADDRESS OF THE CORPORATION

The principal place of business of this Corporation shall be at:

111 WILD OAK DRIVE  
BRANDON, FLORIDA 33511-7837

The mailing address of this Corporation shall be at:

111 WILD OAK DRIVE  
BRANDON, FLORIDA 33511-7837

ARTICLE 14

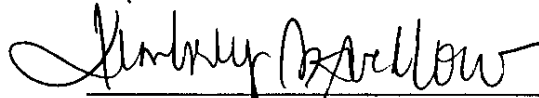
INITIAL REGISTERED OFFICE; NAME  
AND ADDRESS OF REGISTERED AGENT

The name and office of the initial Registered Agent of this corporation shall be:

KIMBERLY B. SVERDLOW  
111 WILD OAK DRIVE  
BRANDON, FLORIDA 33511-7837

with the privilege of having its office and branch offices at other places within or without the State of Florida, in accordance with the provisions of the Act.

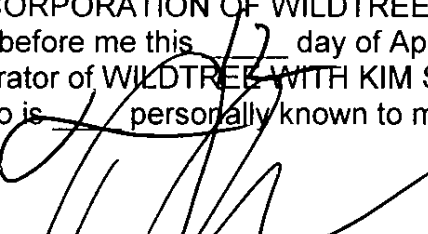
IN WITNESS WHEREOF, the undersigned Incorporator has affixed her signature the day and year set forth below.



KIMBERLY B. SVERDLOW, Incorporator

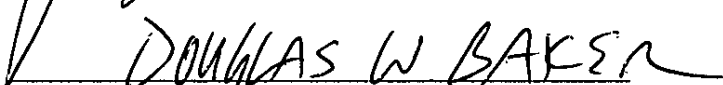
STATE OF FLORIDA                    )  
COUNTY OF HILLSBOROUGH        )

THE forgoing ARTICLES OF INCORPORATION OF WILDTREE WITH KIM SVERDLOW, INC., was acknowledged before me this 17 day of April, 2014, by KIMBERLY B. SVERDLOW, as Incorporator of WILDTREE WITH KIM SVERDLOW, INC., a Florida corporation for profit, who is            personally known to me.

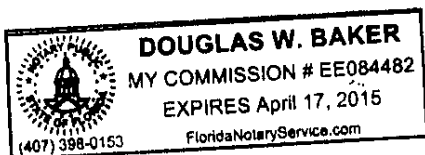


Notary Public Signature

My commission expires



Print Notary Public Name

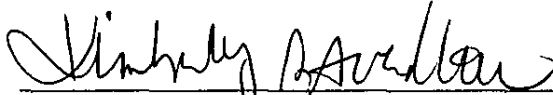


CERTIFICATE OF REGISTERED AGENT AND  
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
FOR WILDTREE WITH KIM SVERDLOW, INC.

In compliance with the laws of Florida, the following is submitted:

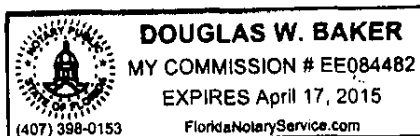
First — That desiring to organize under the laws of the State of Florida with its principal office, at 111 Wild Oak Drive, Brandon, Hillsborough County, State of Florida, the corporation named in the said articles has named KIMBERLY B. SVERDLOW, whose office address is 111 WILD OAK, BRANDON, FLORIDA 33511-7837, as its statutory Registered Agent.

Having been named the statutory agent of said corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

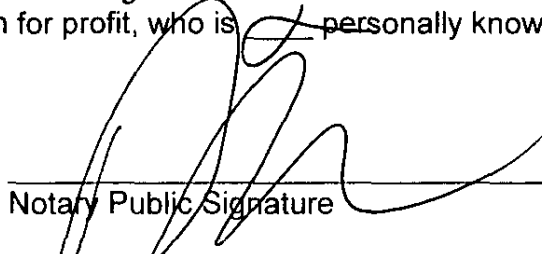
  
KIMBERLY B. SVERDLOW  
Registered Agent

STATE OF FLORIDA                    )  
COUNTY OF HILLSBOROUGH    )

THE forgoing CERTIFICATE OF REGISTERED AGENT OF WILDTREE WITH KIM SVERDLOW, INC., was acknowledged before me this 12 day of April, 2014, by KIMBERLY B. SVERDLOW, as the Registered Agent of WILDTREE WITH KIM SVERDLOW, INC., a Florida corporation for profit, who is 2 personally known to me.



My commission expires

  
Notary Public Signature

DOUGLAS W. BAKER  
Print Notary Public Name