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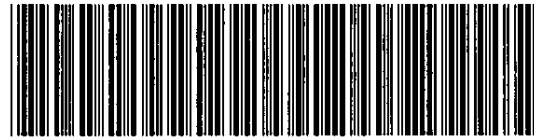
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COVER LETTER

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

SUBJECT: Sawgrass Management Advisors, 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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
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 Status

ADDITIONAL COPY REQUIRED

FROM: David A. Yon

Name (Printed or typed)

301 South Bronough Street, Suite 200

Address

Tallahassee, FL 32301

City, State & Zip

(850) 425-6654

Daytime Telephone number

dyon@radeylaw.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
SAWGRASS MANAGEMENT ADVISORS, INC.**

The undersigned Incorporator, for the purpose of forming a Florida profit corporation, pursuant to the Laws of the State of Florida, and particularly Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE 1
NAME**

The name of the corporation shall be Sawgrass Management Advisors, Inc. The corporation shall be referred to in these Articles as the "Corporation." These Articles of Incorporation are referred to as the "Articles", and the Bylaws of the Corporation are referred to as the "Bylaws."

**ARTICLE 2
OFFICE**

The principal office and mailing address of the Corporation shall be 1000 Sawgrass Corporate Parkway, Suite 100, Sunrise, FL 33323, or at such other place as may be subsequently designated by the Board of Directors. All books and records of the Corporation shall be kept at its principal office or at such other place as may be permitted by law.

**ARTICLE 3
PURPOSE**

The Corporation is organized to engage in any and all business permitted under the Laws of Florida and other jurisdictions.

**ARTICLE 4
POWERS**

The Corporation shall have all of the common law and statutory powers of a corporation for profit under the Laws of Florida, except as expressly limited or restricted by the terms of these Articles or the Bylaws, and all of the powers and duties reasonably necessary to operate the Corporation pursuant to the Bylaws, as they may be amended from time to time.

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ARTICLE 5
AUTHORIZED SHARES

The Corporation shall be authorized to issue up to 1,000 shares, each having a par value of \$1.00 per share.

ARTICLE 6
TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State, unless and until dissolved according to law.

ARTICLE 7
INDEMNIFICATION

7.1 Indemnification. The Corporation shall, to the fullest extent permitted by the provisions of Chapter 607, Florida Statutes, as amended and supplemented from time to time, indemnify directors and officers from and against any and all of the expenses, liabilities, or other matters referred to in or covered by Chapter 607, Florida Statutes, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

7.2 Amendment. No amendment, modification or repeal of this Article 7 shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal.

ARTICLE 8
OFFICERS

The day-to-day affairs of the Corporation shall be administered by the officers holding the offices designated in the Bylaws. The officers shall be elected by the Board of Directors of the Corporation at its first meeting following the annual meeting of the shareholders of the Corporation and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal of officers from office, for filling vacancies, and for the duties and qualifications of the officers. The terms of office of the initial officers shall be for not more than one year after the date of incorporation of the Corporation.

ARTICLE 9
DIRECTORS

9.1 Number and Qualification. The affairs of the Corporation shall be managed by a Board of Directors consisting of the number of directors determined in the manner provided by

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the Bylaws, but which shall consist at any time of not less than one (1) director.

9.2 Duties and Powers. All of the duties and powers of the Corporation shall be exercised exclusively by the Board of Directors, its officers, agents, contractors or employees.

9.3 Election/Removal. Directors of the Corporation shall be elected at the annual meeting of the Shareholders in the manner determined by and subject to the qualifications set forth in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws. Elections of directors need not be by written ballot except and to the extent provided in the Bylaws of the Corporation.

9.4 Standards. Each director shall discharge his or her duties as a director, including any duties as a member of a committee: in good faith; with the care an ordinary prudent person in a like position would exercise under similar circumstances; and in a manner reasonably believed to be in the best interests of the Corporation. Unless a director has knowledge concerning a matter in question that makes reliance unwarranted, a director, in discharging his duties, may rely on information, opinions, reports or statements, including financial statements and other data, if prepared or presented by: one or more officers or employees of the Corporation whom the director reasonably believes to be reliable and competent in the matters presented; legal counsel, public accountants or other persons as to matters the director reasonably believes are within the persons' professional or expert competence; or a committee of which the director is not a member if the director reasonably believes the committee merits confidence. A director shall not be liable for any action taken as a director, or any failure to take action, if he or she performed the duties of his office in compliance with the foregoing standards.

ARTICLE 10 **AMENDMENTS**

Amendments to these Articles shall be proposed and adopted in the manner provided in Chapter 607, Florida Statutes.

ARTICLE 11 **REGISTERED AGENT**

The name of the Initial Registered Agent of the Corporation is David Yon, and the address of the initial registered office of the Registered Agent is 301 South Bronough Street, Suite 200, Tallahassee, Florida, 32301.

ARTICLE 12 **INCORPORATOR**

The name of the Incorporator is David Yon, and the address of the Incorporator is 301 South Bronough Street, Suite 200, Tallahassee, Florida, 32301.

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IN WITNESS WHEREOF, the Incorporator have affixed his signature the 21st day
of July, 2015

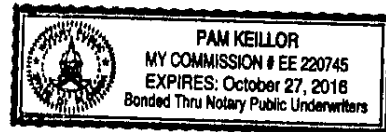
David Yon
David Yon, Incorporator

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned
authority, **DAVID YON**, to me personally known as identification and known to me to be the
person who executed the foregoing instrument and acknowledged before me that he executed the
same freely and voluntarily for uses and purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and official seal on this 21st day of
July, 2015

Pam Keillor
Notary Public
My Commission expires:
Commission Number:



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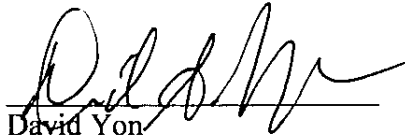
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 607.034, the following is submitted:

Sawgrass Management Advisors, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated 301 South Bronough Street, Suite 200, Tallahassee, Florida 32301, as its initial Registered Office and has named David Yon located at said address as its initial Registered Agent.


David Yon/Registered Agent

Having been named Registered Agent for the above stated Corporation at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.


David Yon
Registered Agent

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