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### BILL E. PARKER

Attorney at Law

Post Office Box 1131 Crestview, Florida 32536 (850) 682-4820

August 23, 2016

Secretary of State Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

RE: BROKEN CHAIN FARMS, INC.

Gentlemen:

Enclosed is a check in the amount of \$78.75, which includes \$35.00 for the filing fee, \$35.00 for the registered agent fee and \$8.75 for certificate of status. Please return the enclosed copy with certificate attached.

Thank you.

Bill E. Parker

BEP/sh Enclosures ARTICLES OF INCORPORATION

**OF** 

#### BROKEN CHAIN FARMS, INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS

The undersigned hereby associate themselves together for the purpose of becoming a body corporate under the laws of the State of Florida, and do hereby certify, make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, its Articles of Incorporation, to-wit:

#### ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is **BROKEN CHAIN FARMS, INC**. Its principal office shall be located at 8621 Rosemont Drive, Pensacola, Florida 32514.

#### **ARTICLE II. DURATION OF EXISTENCE**

This corporation shall exist perpetually unless terminated by lawful dissolution.

#### **ARTICLE III. PURPOSE**

This corporation is organized for the purpose of agriculture and any other business or activity permitted under the laws of the United States of America and the State of Florida.

#### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue a maximum of Five Hundred (500) shares of stock. The shares of stock authorized shall have a par value of One (1) Dollar per share, which shall be designated "Common Shares". The consideration to be paid for each share of stock shall be fixed by the shareholders.

**ARTICLE V. MANAGEMENT OF CORPORATION** 

All corporate powers shall be exercised by or under the authority of, and the business

and affairs of this corporation shall be managed under the direction of the Shareholders of this

corporation. The initial officers of the corporation are listed below and will serve for one year, or

until successors are elected.

President -

Teresa G. Kelly-Powell 8621 Rosemont Drive

Pensacola, Florida 32514

ARTICLE VI. ACTION BY WRITTEN CONSENT

Any action required by law, the Articles of Incorporation or the By-Laws of this

corporation to be taken at any annual or special meeting of the Shareholders of the corporation or

any action which may be taken at any annual or special meeting of such Shareholders, may be

taken without a meeting, without prior notice or without a vote, if a consent in writing, setting

forth the action so taken, shall be signed by the holders of outstanding stock having not less than

the minimum number of votes that would be necessary to authorize or take such action at a

meeting at which all shares entitled to vote thereon were present and voted.

ARTICLE VII. PREEMPTIVE 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 a

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 VIII. RESTRICTION OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall contain a provision restricting the transfer of said shares which provides that shares held by the shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders and to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

# **ARTICLE IX. INCORPORATORS**

The name and address of the person(s) signing these Articles of Incorporation is:

Teresa G. Kelly-Powell 8621 Rosemont Drive Pensacola, Florida 32514

#### ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this corporation is: 8621 Rosemont Drive, Pensacola, Florida 32514. The name of the initial registered agent of this corporation at that address is: Teresa G. Kelly-Powell

#### **ARTICLE XI. BY-LAWS**

The power to adopt, alter, or amend, or repeal by-laws shall be vested in the Shareholders.

# ARTICLE XII. AMENDMENTS

The Shareholders shall have the power to alter, amend or repeal any provision of these articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the  $23^{rd}$  Day of August, 2016.

STATE OF FLORIDA COUNTY OF OKALOOSA

BEFORE ME, personally appeared TERESA G. KELLY-POWELL known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23 Day of August, 2016.

Notary Public

My Commission Expires:



## **BROKEN CHAIN FARMS, INC.**

#### **ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above corporation in the County of Escambia, State of Florida. I hereby consent to act in this capacity, and agree to comply with the provision of the law relative to keeping open said office.

TERESA G. KELLY-POWELL

8621 Rosemont Drive Pensacola, Florida 32514 16 AUG 29 AM II:

STATE OF FLORIDA COUNTY OF OKA 1005A

The foregoing instrument was acknowledged before me this Day of August ,2016, by TERESA G. KELLY-POWELL, who has produced identification or is personally known to me and who did not take an oath.

Notary Public

My Commission Expires:

