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16 DEC 27 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-128/110

LAW OFFICES

H. Taylor White
Esquire

*Florida Supreme Court Certified Circuit Court Mediator
Florida Supreme Court Certified County Court Mediator
Appointed Arbitrator*

**2881 E. Oakland Park Blvd.
Suite 119
Fort Lauderdale, FL 33306
(954) 229-1880 fax (954) 229-1881
htwlaw@bellsouth.net**

VIA FEDERAL EXPRESS
8767 0281 2611

December 14, 2016

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Turfguard, Inc. Articles of Incorporation

Sir/Madam:

Enclosed are the following for the filing of a new for-profit corporation, Turfguard, Inc.:

1. Executed original Articles of Incorporation including Acceptance of Registered Agent
2. Check for filing fees, Regis. Agent designation, Certified copy, Certificate of Status
In the sum of \$87.50.

Please send the certified copy and certificate of status to this office, address stated above.

Thank you and Happy Holidays!

Yours very truly,



H. Taylor White



FLORIDA DEPARTMENT OF STATE
Division of Corporations

16 DEC 27 PM 3:12

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
REGISTRATION SERVICES

December 16, 2016

H. TAYLOR WHITE ESQ.
2881 E. OAKLAND PARK BLVD.
SUITE 119
FORT LAUDERDALE, FL 33306

SUBJECT: TURFGUARD PLUS, INC.
Ref. Number: W16000084182

We have received your document for TURFGUARD PLUS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Correct the address of the Registered Agent in Article IV. FL? and also Article VII.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan
Regulatory Specialist II

Letter Number: 216A00026786

ARTICLES OF INCORPORATION
OF
TURFGUARD PLUS, INC..

16 DEC 27 PM 12: 53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be: TURFGUARD PLUS, INC.

ARTICLE II

The Corporation shall have perpetual existence.

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To engage in or transact any lawful business for which Corporations may be incorporated under applicable statutes or rules of law and engage in and transact any lawful business not specifically prohibited by statute or rule of law.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing purposes.

ARTICLE IV

The street address of the Registered Office of the Corporation is: 6353 Duckweed Road, Lake Worth, FL 33449 and the name of its Registered Agent is: Michael Torchetti, 6353 Duckweed Road, Lake Worth, FL 33449.

The initial principal place of business of the corporation shall be: 6353 Duckweed Road, lake Worth, FL 33449.

ARTICLE V

The Number of Directors constituting the initial Board of Directors of the Corporation is two consisting initially of Michael Torchetti and Mark Torchetti, but the same shall not be construed as requiring more Directors than as otherwise required by applicable Laws of Florida or by the By-Laws of this Corporation to be adopted.

ARTICLE VI

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class of common stock and shall have a par value of \$1.00 per share. Such authorization shall not be deemed to preclude the authorization of another class or classes of stock upon proper vote.

ARTICLE VII

The names and addresses of the incorporators, subscribers and directors are: Michael Torchetti, 6353 Duckweed Road, Lake Worth, FL 33449.

ARTICLE VIII

1. The corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he was or is 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 expenses, including attorney's fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably

believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding if he had no reasonable cause to believe his conduct was unlawful. However, with respect to any action by or in the right of the Corporation to procure a judgment in its favor, no indemnification shall be made in respect to any claim, issue, or matter as to which such person is adjudged liable for one or more of intentional tort, negligence, or misconduct in the performance or non-performance of his duty to the Corporation unless, and only to the extent that, the Court in which such action or suit was brought determines, on application, that despite the adjudication of liability, such person is fairly and reasonably entitled to indemnity in view of all the circumstances of the case. Determination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere, or its equivalent, shall not in itself create a presumption that the party did not meet the applicable standard of conduct. Indemnification hereunder may be paid by the Corporation in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the director, officer, employee, or agent met the applicable standard of conduct and on receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount, unless it is ultimately determined that he is entitled to be indemnified by the corporation as authorized in this section.

2. The Corporation may also indemnify any director, officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in the defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such director, officer, employee, or agent meet any appropriate standard of conduct.

3. The indemnification provided for herein shall continue as to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

4. In addition to the indemnification provided for herein, the Corporation shall have power to make any other or further indemnification, except an indemnification against gross negligence or willful or intentional misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of stockholders.

5. If any expense or other amounts are paid by way of indemnification, otherwise than by Court order or action by the Stockholders, the Corporation shall, not later than the time of delivery to the Stockholders of written notice of the next annual meeting, unless such meeting is held within 30 days from the date of such payment, and, in any event, within 60 days from the date of such payment, delivered by mail to each Stockholder of record, a statement specifying the persons paid, the amounts paid, and the nature and status at the time of such payment of the litigation or a threatened litigation.

ARTICLE IX

All of the issued and outstanding shares of the Corporation may be made subject to restrictions on their transferability or other restrictions by Agreement between the holders of such shares of the Corporation, in the event that there shall be more than one Shareholder and the parties (Shareholders) so agree. In the event that such an Agreement is created, a copy of such Agreement shall be kept on file with the Secretary of the Corporation, and shall be subject to inspection by Stockholders of record of the Corporation at reasonable times and upon reasonable notice.

ARTICLE X

THE UNDERSIGNED being the original subscriber(s) and incorporator(s) of the foregoing Corporation does hereby certify that the foregoing constitutes the Charter of the above Corporation.

WITNESS my hand and seal this 19th day of NOV., 2016.

INCORPORATORS AND SUBSCRIBERS:

Michael Torchetti
Michael Torchetti, Incorporator & REG. AGENT

16 DEC 27 PM 12:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments and render oaths in the State and County aforesaid, personally appeared Michael Torchetti, to me well known to be, or who presented _____ as identification, the person or persons described as the incorporator and subscriber of and who executed the foregoing Articles of Incorporation and acknowledged before me that she/he/they subscribed to these Articles of Incorporation, this 19 day of NOV., 2016.

H. Taylor White
Notary Public (signature)

My Commission expires:

(Printed name of Notary)



REGISTERED AGENT ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Michael Torchetti
Michael Torchetti
6353 Duck Weed Road
Lake Worth, FL 33449