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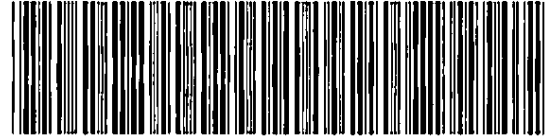
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NAME: PURE GREEN JUICE CO.

TYPE OF FILING: ARTICLES

COST: 70.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

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SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
PURE GREEN JUICE CO.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be Pure Green Juice Co. (the "Corporation").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 4667 NW 103rd Avenue; Sunrise, FL 33351.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 4667 NW 103rd Avenue; Sunrise, FL 33351. The name of the initial registered agent of the Corporation at that office is Isaac F. Cohen.

ARTICLE IV: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE V: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 200,000,000, all of which shall be Common Stock, with no par value. The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of Common Stock of the Corporation.

1. Voting. The holder of each share of Common Stock shall have the right to one vote for each such share, and shall be entitled to notice of any shareholders' meeting in accordance with the Bylaws of this Corporation, and shall be entitled to vote upon such matters and in such manner as may be provided by law. There shall be no cumulative voting.

2. Dividends. Dividends may be declared and paid on the Common Stock from funds lawfully available therefor as and when determined by the Board of Directors.

3. Liquidation. Upon the dissolution or liquidation of the Corporation, whether voluntary or involuntary, holders of Common Stock will be entitled to receive all assets of the Corporation available for distribution to its shareholders.

4. Redemption. The Common Stock is not redeemable at the option of the holder.

ARTICLE VI: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article X shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE VII: NUMBER OF DIRECTORS

The number of directors of this Corporation shall be determined in the manner set forth in the Bylaws of this Corporation. Elections of directors need not be by written ballot unless the Bylaws of this Corporation shall so provide.

ARTICLE VIII: POWERS OF THE BOARD OF DIRECTORS

The Board of Directors of the Corporation shall have the power to adopt, amend or repeal the Bylaws of the Corporation; provided, however, that the fact that such power has been conferred upon the Board of Directors shall not divest the Corporation's shareholders of the power, nor limit their power to adopt, amend or repeal the Bylaws.

The Board of Directors in its discretion may submit any contract or act for approval or ratification at any annual meeting of the shareholders or at any meeting of the shareholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the shares of this Corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of shareholders be there represented in person or by proxy) shall be as valid and as binding upon this Corporation and upon all the shareholders as though it had been approved or ratified by every shareholder of this Corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Board of Directors is hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by this Corporation; subject, nevertheless, to the provisions of the FBCA, of this Certificate of Incorporation, and the Bylaws of this Corporation.

ARTICLE IX: SHAREHOLDER MEETINGS

Meetings of shareholders may be held within or without the State of Florida, as the Bylaws of this Corporation may provide. The books of this Corporation may be kept (subject to any provision contained

