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## FLORIDA PROFIT/NON PROFIT CORPORATION JOHN M. SEAY FARMS, INC.

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### ARTICLES OF INCORPORATION

#### JOHN M. SEAY FARMS, INC.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

#### ARTICLE I

Name

The name and address of this corporation shall be: JOHN M. SEAY FARMS, INC., 1970 County Road 302, Bunnell, Florida 32110.

## ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

### ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock, each with a par value of \$1.00.

#### ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

<u>NAME</u> **ADDRESS** 

John M. Seav P.O. Box 1151, Bunnell, Florida 32110

The names and addresses of the Director(s) are:

<u>NAME</u> <u>ADDRESS</u>

John M. Seay P.O. Box 1151, Bunnell, Florida 32110

Jaime P. Seay P.O. Box 1151, Bunnell, Florida 32110

J. Knox Burns, IV, Esquire Cauthen & Burns, P.A. Attorneys at Law 215 North Joanna Avenue Tavares, FL 32778 (352)343-2225 Florida Bar # 1018499 Audit #\_ H21000444884 3 Audit# H21000444884 3

# ARTICLE V Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

## ARTICLE VI

### Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- A. Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
  - B. Reorganization, merger or consolidation of the corporation;
- C. Sale, lease or exchange of the major portion of the property or assets of the corporation; or
  - D. Dissolution of the corporation.

# ARTICLE VII Term of Existence

This corporation shall exist perpetually.

### ARTICLE VIII

### Directors

- A. The business of the corporation shall be managed initially by a board of two (2) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.
- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Any director who is not a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of the director's own shares of stock.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill the vacancy by voting for the removed director without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of the shareholder's own shares of stock.

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D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

## ARTICLE IX Effective Date

The date that corporate existence shall begin is <u>December 6</u> 20 21. This election is made pursuant to Florida Statute 607.0123.

### ARTICLE X

### Registered Office and Registered Agent

1970 County Road 302

## ARTICLE XI

## Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the shareholders entitled to vote, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, effective <u>December 6</u> 20 21.

JOHN M. SEAY

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## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I hereby accept to act as initial Registered Agent for JOHN M. SEAY FARMS, INC., as stated in these Articles of Incorporation.

Dated: Effective December 6 20 21

JOHN M. SEAY

850-617-6381

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December 8, 2021

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CAUTHEN & BURNS

SUBJECT: JOEN M. SEAY FARMS, INC.

REF: W21000156018

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

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.

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