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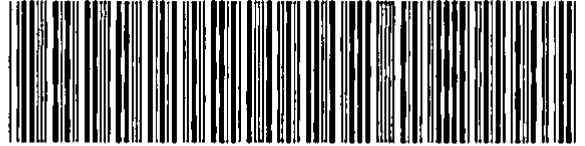
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C?



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 8, 2024

RONALD E. LECLAIR

2341 CHAPEL HILL DRIVE
DELAND, FL 32720 US

SUBJECT: NETHERLAND DWARFS, INC.
Ref. Number: W24000002405

We have received your document for NETHERLAND DWARFS, INC. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "LLC." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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

Crystal S Hightower
Regulatory Specialist II
CoT

Letter Number: 624A000004565

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Articles of Incorporation

We, the undersigned, hereby associate ourselves together and make, subscribe, acknowledge and file these Articles of Incorporation with the Secretary of State of the State of Florida for the purpose of becoming a corporation for profit under the Laws of the State of Florida.

Article I

The name of the corporation shall be:

Netherland Dwarfs, Inc.

Article II

The principal mailing address of the Corporation, at least initially, shall be:

2341 Chapel Hill Drive
Deland, Florida 32720

The principal place of business of the Corporation, at least initially, shall be:

2341 Chapel Hill Drive
Deland, Florida 32720

The corporation shall have the power to establish branch offices and other places of business at such places within or without the State of Florida as may be determined or deemed expedient.

Article III

The general nature of the business to be transacted by this corporation shall be as follows:

- A. To install, repair or otherwise service sport courts and other ancillary recreational equipment.
- B. To manufacture, purchase, or otherwise acquire and to mortgage, pledge, sell, assign, and transfer or otherwise dispose of, and to invent, trade, deal in and deal with goods, wares, merchandise, and other personal property of every class and description whatsoever.
- C. To buy, sell, manufacture, repair, alter and exchange, let or hire, export, and deal in all kinds of articles and things which may be required for the purpose of any said businesses, or commonly supplied and dealt in by persons

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engaged in any such businesses, on which may seem capable of being profitably dealt with in connection with any of the said businesses.

- D. To guarantee, to acquire by purchase, subscription or otherwise, hold for investment or otherwise sell, assign, transfer, mortgage, or otherwise dispose of the shares of capital stock or, any bonds, securities or evidences of indebtedness, to exercise all rights, powers and privileges of ownership, including the right to vote thereon for any and all purposes; to aid by loan, subsidy, or guaranty, or in any manner whatsoever so far as the same may be permitted in the case of incorporations, organized under The General Corporation Laws of The State of Florida, any corporation whose stocks, bonds, securities, or other obligations are or may be in any manner and all other acts or things for the preservation, protection, improvement or enhancement in value of such stocks, bonds, securities, or other obligations; and to do all and any such acts or things designed to accomplish any such purpose.
- E. To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises, and contracts of every kind; to cause to be formed, to promote and to aid in any way the formation of any corporation, domestic or foreign.
- F. To act as financial, business, and purchasing agent for domestic and foreign corporations, individuals, partnerships, associates, state governments, and other bodies.
- G. To acquire, in any manner, enjoy, utilize, hold, assign, sell, lease, mortgage or otherwise dispose of, letters of patent of the United States or of any foreign country, patents patent rights, licenses, and privileges, inventions, improvements, and processes, copyrights, trade marks and trade names or pending applications therefore relating to or useful in connection with any business of the corporation or any other corporation in which the corporation may have an interest as a stockholder or otherwise.
- H. To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its corporation; to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness as payable at a specified time or times, or payable upon the happening of a specified event or events, secured and / or unsecured, from time to time, for monies borrowed, or in payment for the property acquired, or for any part of the objects of its business; to secure the same by mortgages, or deeds of trust or pledge or other lien upon any and all of the property, rights, privileges, or franchise of the corporation, whatsoever situated, acquire or to be acquired; and to confer upon the holders of any debentures, bonds, or other evidences of indebtedness of The Corporation, secured or unsecured, the right to convert the principal thereof

authorized upon such terms and conditions as shall be fixed by the Board of Directors: to sell pledge or otherwise dispose of any or all debentures or other bonds, notes, and other obligations in such manner and upon such terms as the Board of Directors may deem judicious, subject however, to the provisions of Article *hereof*.

- I. To guarantee purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock of, or any such bonds secured or evidences of indebtedness created by any other corporation or corporations, and while owning said stock to exercise all the rights, powers, and privileges of ownership, including the right to vote there on.
- J. To purchase, sell and transfer shares of its own capital stock.
- K. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any Amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee, or otherwise and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects set forth in these Articles of Incorporation or any Amendment thereof.

The forgoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the forgoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

Article IV

The maximum numbers of shares of stock shall be ten thousand (10,000) of the par value of \$1.00 per share, all of which shall be common stock. Each of the said shares of stock shall entitle the holder thereof to one vote at any meeting of the stockholders. All or any part of said stock may be paid for in cash, in property, in labor or in services at a fair evaluation to be fixed by the incorporators or by the Board of Directors at a meeting called for such purposes.

Article V

The amount of capital with which this Corporation shall begin business is not less than one hundred (\$100.00) dollars.

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Article VI

This corporation is to have perpetual existence.

Article VII

There shall be a Board of Directors for the Corporation which shall consist of not less than two (2) and not more than five (5), the number of same to be fixed by the Board of Directors or by the Corporate By-laws. Each of the said Directors shall be of full age and at least one shall be a citizen of The United States.. A quorum for the transaction of business shall be a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors, subject to the By-laws, if any, adopted by the shareholders, the Directors may make the By-laws, and the meetings of the Directors may be held within or without the State of Florida. Directors need not be stockholders.

Article VIII

The names and post office addresses of the members of the first Board of Directors, who, subject to these Articles, the By-laws of the Corporation and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until an election is held by the stockholders for the election of permanent Directors, ore until their successors have been duly elected and qualified: are:

President : Ronald E. LeClair
2341 Chapel Hill Drive
Deland, Florida 32720

Sec/Treasurer: Karen Davis
2341 Chapel Hill Drive
Deland, Florida 32720

Article IX

The names and addresses of each initial subscriber to these Articles of Incorporation are:

Ronald E. LeClair
2341 Chapel Hill Drive
Deland, Florida 32720

Karen Davis
2341 Chapel Hill Drive
Deland, Florida 32720

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Article X

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders and Directors are hereby adopted as a part of these Articles of Incorporation.

- (A) The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any document or account of the Corporation, except as conferred by a statute or as authorized by the Board of Directors.
- (B) *No person shall be required to own, hold, or control stock in the Corporation as a condition precedent to holding office in this Corporation.*
- (C) *The Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates thereof.*
- (D) *The original incorporators of the Corporation shall have the right upon it's organization, to assign and deliver their subscriptions of stock as set forth in Article IX hereof to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities, and duties entailed by said subscriptions, subject to the Laws of the State of Florida, and the execution of the necessary instruments of assignment.*
- (E) *No contract or any other transaction between the Corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Board of Directors of the Corporation is or are interested in or is a Director or officer or are Directors of officers of any such corporations. Any Director or Directors, interested in any such contract or transaction of the Corporation or in which the Corporation with any person or persons, firm or corporation in the absence of fraud shall be affected or invalidated by the fact that any Director or Directors of the Corporation a party or parties to or interested in such contract, act or transaction or in any way connected with such person or persons, firms or corporation, and each and every person who shall become a Director of the Corporation is hereby relieved from any*

liability that might otherwise exist from the contracting with the Corporation for the benefit of himself or any firm association or corporation in which he may otherwise be interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

Article XI

No stockholder of the Corporation shall, because of his ownership of stock, have a pre-emptive or other right to purchase, subscribe for or take any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase stock of the Corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into carrying options or warranties to purchase stock of the Corporation authorized by this Certificate of Incorporation or by an amended Certificate duly filed, may at any time be issued, optioned for sale, and sold or disposed of by the Corporation pursuant to resolution of its Board of Directors to such persons and upon such terms as may to such Board seem proper without first offering such stock or securities or any part thereof to existing stockholders.

IN WITNESS WHEREOF, we the undersigned have made and subscribed these Articles of Incorporation in Seminole County, Florida for the said purpose aforementioned.

Ronald E. LeClair Ronald E. LeClair

Karen Davis Karen Davis

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROGRESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROGRESS MAY BE SERVED:

In pursuance to Chapter 45.091, Florida Statutes, the following is submitted, in
compliance with said Act :

First, That, Netherland Dwarfs, Inc. desiring to organize under the laws of the State of
Florida with its principle offices, as indicated in the Articles of Incorporation at Volusia
County, Florida has named Ronald E. LeClair located at 2341 Chapel Hill Drive, Deland,
Florida 32720 as the agent to accept services of process within this State.

ACKNOWLEDGEMENT

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 said office.

Ronald E. LeClair Ronald E. LeClair

State of Florida
County of Seminole

Before me, the undersigned authority, personally appeared :

Ronald E. LeClair

Ronald E. LeClair

Who is known to be the person described in and who subscribed the above and forgoing Articles of Incorporation; and freely and voluntarily acknowledged before me according to the law that he made and subscribed the same for the use and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have here unto set my hand and affixed my official seal
at Seminole County, FL in said County and State, this 29th day of
January, 2024.



TAMEKIA HALL
Commission # HH 019887
Expires July 30, 2024
Bonded thru Budget Notary Services

Notary Public, State of Florida At Large :

Tamekia Hall