

P96000078117
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400001937104
-08/30/96--01077--014
****122.50 ****122.50

SUBJECT: RIPPLE'S INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

GLENDA S. WOOD

Name (printed or typed)

P.O. Box 465

Address

ALTOONA, FL. 32702

City, State & Zip

(352)-383-0660 OR 669-1933

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 20 AM 8:04

FILED

~~10505~~

AB 9/20

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 5, 1998

GLENDAS. WOOD
P.O. BOX 465
ALTOONA, FL 32702

SUBJECT: RIPPLE'S, INC.
Ref. Number: W96000018507

We have received your document for RIPPLE'S, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 596A00041486

**ARTICLES OF INCORPORATION
OF
RIPPLES OF UMATILLA, INC.**

FILED
96 SEP 20 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be "Ripples of Umatilla, Inc."

**ARTICLE II
APPLICABLE LAW**

The Corporation is organized pursuant to the provisions of the Florida Business Corporation Act.

**ARTICLE III
DURATION**

The Corporation will begin its corporate existence as of the filing of these Articles of Incorporation and will have a perpetual duration.

**ARTICLE IV
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

**ARTICLE V
CAPITAL STOCK**

The Corporation will have the authority, acting by its board of directors, to issue not more than one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of business of the Corporation is 16560 S.E. 252nd Avenue, Umatilla, Florida 32784 and the initial registered agent of the Corporation at that address is Glenda S. Wood. The mailing address of the principal place of business of the Corporation is Post Office Box 465, Altoona, Florida 32702.

ARTICLE VII INDEMNIFICATION

The Corporation will indemnify any officer or director, or any former officer or director, to the fullest extent permitted by the Florida Business Corporation Act.

ARTICLE VIII LIMITATION OF DIRECTOR LIABILITY

A director is not personally liable for monetary damages to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, by a director, unless:

- a. The director breached or failed to perform his duties as a director; and
- b. The director's breach of, or failure to perform, those duties constitute:

(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A judgment or other final adjudication against a director in any criminal proceeding for a violation of the criminal law estops that director from contesting the fact that his breach, or failure to perform, constitutes a violation of criminal law; but does not estop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful;

(2) A transaction from which the director derived an improper personal benefit, either directly or indirectly;

(3) A circumstance under which the liability provisions of the Florida Business Corporation Act Section 607.0834 are applicable;

(4) In a proceeding by or in the right of the Corporation to procure a judgment, in its favor or by or in the right of a shareholder, conscious disregard for the best interest of the Corporation, or willful misconduct; or

(5) In proceeding by or in the right of someone other than the Corporation or a shareholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

The limitation of director liability will be consistent with the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE IX
INITIAL BOARD OF DIRECTORS

The initial board of directors will consist of two members. The number of directors of the Corporation may be increased or decreased from time to time pursuant to the Bylaws but will never be less than one (1). The name and address of the directors comprising the initial board of directors is:

Glenda S. Wood
P.O. Box 465
Altoona, FL 32702

Ernest M. Wood
P.O. Box 465
Altoona, FL 32702

ARTICLE X
INCORPORATOR

The name and address of the incorporator of the Corporation is:

Glenda S. Wood
P.O. Box 465
Altoona, Florida 32702

IN WITNESS WHEREOF, the undersigned being the incorporator of the Corporation has executed these Articles of Incorporation this 28th day of August, 1996.

Glenda S. Wood
Glenda S. Wood

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: RIFFLE'S OF UMATILLA, INC.

2. The name and address of the registered agent and office is:

GLEND A S. WOOD
(NAME)

16560 S.E. 252ND AVE.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

UMATILLA FL. 32784
(CITY/STATE/ZIP)

FILED
96 SEP 20 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Glenda S. Wood
(SIGNATURE)

August 28, 1996
(DATE)