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Charter Number Only

4/23/97

Requestor's Name PBR

Address

City State DP Phone

VALIDATION ONLY

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-04/24/97--01046-012  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Palm Coast Professional tree service, Inc.

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97 APR 24 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

- ☒ Profit  
☐ NonProfit  
☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☒ Certified Copy  
☐ Call When Ready  
☒ Walk In
- ☐ Amendment  
☐ Dissolution  
☐ Annual Report  
☐ Reservation  
☐ Photo Copies  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of Registered Agent  
☐ Certificate Under Seal  
☐ After 4:30  
☒ Pick Up

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

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**ARTICLES OF INCORPORATION**  
**OF**  
**PALM COAST PROFESSIONAL TREE SERVICE, INC.**

The undersigned hereby adopt the following articles of incorporation  
for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - NAME**

The name of the corporation is PALM COAST PROFESSIONAL TREE  
SERVICE, INC.

**ARTICLE II - DURATION**

The corporation shall exist perpetually until dissolved according to  
law.

**ARTICLE III - PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in and transact any other lawful business for  
which corporations may be incorporated under the Florida General Corporation  
Act.
2. To do such other things as are incidental to the foregoing  
or necessary or desirable in order to accomplish the foregoing.

#### **ARTICLE IV - CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of ten dollars (\$10.00) per share.

#### **ARTICLE V - PREEMPTIVE RIGHTS**

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from

the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 515 North Flagler Drive, Suite 700, West Palm Beach, FL 33401, and the name of the initial registered agent of the corporation at that address is Zell Davis, Jr.

#### **ARTICLE VII - DIRECTORS**

The corporation shall have three (3) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The names and addresses of the initial directors who shall hold office until their successors are elected or appointed and have qualified are:

<b><u>Name</u></b>	<b><u>Address</u></b>
RAYMOND F. CARULLI	1304 Peninsular Road Jupiter, FL 33469
ZELL DAVIS, JR.	3001 Lake Drive Riviera Beach, FL 33404

#### **ARTICLE VIII - INCORPORATORS**

The name and address of the incorporator to these articles of incorporation is:

**Name**

**Address**

ZELL DAVIS, JR.

3001 Lake Drive  
Riviera Beach, FL 33404

#### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any present or former officers or directors to the full extent now or hereafter permitted by law.

#### **ARTICLE X - BYLAWS**

The power to adopt, alter, amend or repeal bylaws is reserved to the shareholders.

#### **ARTICLE XI - AMENDMENT**

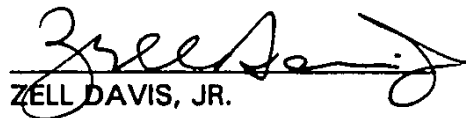
These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with §607.325 of the Florida General Corporation Act,  
the following is submitted:

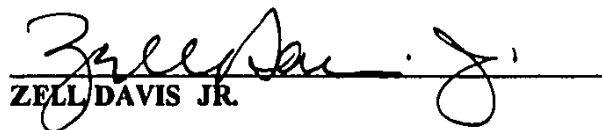
PALM COAST PROFESSIONAL TREE SERVICE, INC., with its place of  
business at 1304 Peninsular Road, Jupiter, FL 33469, has named Zell Davis, Jr.,  
Esquire, 515 North Flagler Drive, Suite 700, West Palm Beach, FL 33410, as its  
agent to accept service of process within Florida.

Dated this 22 day of April, 1997.

  
ZELL DAVIS, JR.

Having been named to accept service of process for the above-stated  
corporation at the place designated in this Certificate the undersigned hereby agrees to act  
in this capacity and further agrees to comply with the provisions of all  
statutes relative to the proper and complete performance of the duties of a registered agent  
and accepts the duties and obligations of §607.325 of the Florida General Corporation Act.

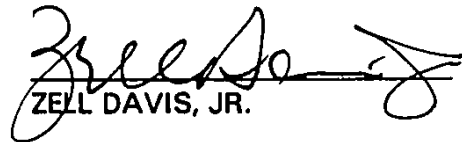
Dated this 22 of April 1997.

  
ZELL DAVIS JR.

**ARTICLE XII - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 1304 Peninsular Road, Jupiter, FL 33469.

IN WITNESS WHEREOF, the undersigned, as incorporators, hereby execute these articles of incorporation this 22 day of April, 1997.

  
ZELL DAVIS, JR.

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22 day of April, 1997 by ZELL DAVIS, JR. on behalf of the corporation.

  
NOTARY PUBLIC, State of Florida

at Large

Printed name: \_\_\_\_\_

My commission expires: \_\_\_\_\_



RHONDA E. MARTIN  
MY COMMISSION # CC480448 EXPIRES  
August 3, 1999  
BONDED THRU TROY PAUL INSURANCE, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 APR 24 PM 1:56

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