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10 Tupelo, Inc.

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**ARTICLES OF INCORPORATION
OF
10 TUPELO, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes Chapter 607, as amended from time to time (the "Act"), does hereby make and adopt the following Articles of Incorporation:

1. **Name.** The name of the Corporation is 10 TUPELO, INC.
2. **Principal Place of Business and Mailing Address.** The street address of the initial principal office and the mailing address of the Corporation is 2863 Tupelo Drive, Panama City, FL 32405.
3. **Initial Registered Office and Initial Registered Agent.** The street address of the initial Registered Office of the Corporation is 2863 Tupelo Drive, Panama City, FL 32405, and the name of its initial Registered Agent at that address is James J. Weber, Jr.
4. **Shares.** The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue 10,000 common shares having a par value of 10 cents per share.
5. **Duration.** The duration (term) of the Corporation is perpetual.
6. **Purpose.** The Corporation is organized for any lawful purpose.
7. **Board of Directors.** The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). Each Director shall be elected by majority vote of the Shareholders in the manner and at the times set forth in the Bylaws. A Director may be removed from office in accordance with the Act and the Bylaws. The name and address of the initial Director is as follows: James J. Weber, Jr., 2863 Tupelo Drive, Panama City, FL 32405.
8. **Officers.** The Officers of the Corporation shall consist of a President, a Secretary, and a Treasurer, and such other Officers and Assistant Officers, including but not limited to one or more Vice Presidents, as may be provided for in the Bylaws or by resolution of the Board of Directors. Each Officer shall be elected by majority vote of the Board of Directors at such time and in such manner as may be prescribed by the Bylaws or by law. The names, titles and addresses of the initial Officers are as follows:
 - a. President: James J. Weber, Jr., 2863 Tupelo Drive, Panama City, FL 32405
 - b. Secretary: James J. Weber, Jr., 2863 Tupelo Drive, Panama City, FL 32405
 - c. Treasurer: James J. Weber, Jr., 2863 Tupelo Drive, Panama City, FL 32405
9. **Incorporator.** The name and street address of the Incorporator is James J. Weber, Jr., 2863 Tupelo Drive, Panama City, FL 32405.
10. **Bylaws.** The Bylaws of the Corporation shall be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner set forth in the Bylaws.

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11. **Amendment.** These Articles of Incorporation may be amended by the Board of Directors at a meeting of the Board of Directors by a majority vote of all of the Directors then in office. Articles of amendment shall be filed with the Florida Department of State in accordance with the Act.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on the 15 day of December 2011.

James J. Weber, Jr.,
Incorporator

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Florida Statutes Section 607.0501, the undersigned Corporation organized under the business corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. The name of the corporation is: 10 TUPELO, INC.
2. The name and address of the initial registered agent and initial registered office are: James J. Weber, Jr., 2863 Tupelo Drive, Panama City, FL 32405.

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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.

DATED this 15 day of December 2011.

James J. Weber, Jr.,
Registered Agent

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