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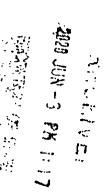
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#### CT CORP

#### 3458 Lakeshore Drive, Tallahassee, FL 32312 850-656-4724

6/3/2020

D	Ass#12016000072
	Acc#120160000072
Name:	TWICKENHAM, INC.
Document #:	
Order #:	13042575 - 11
Certified Copy of Arts & Amend: Plain Copy: Certificate of Good Standing:	
Apostille/Notarial Certification:	Country of Destination:  Number of Certs:
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Availability  Document  Examiner  Updater  Verifier  W.P. Verifier  Ref#	Amount: \$ 128.75  Thank you!

#### **COVER LETTER**

Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

SUBJECT:

Twickenham, Inc.

Enclosed is an original and one (1) copy of the Articles of Domestication and a check:

FEES:

Certificate of Domestication \$ 50.00

Articles of Incorporation and Certified Copy § 78.75

Total filing fee \$128.75

**OPTIONAL:** 

Certificate of Status \$ 8.75

From: Jodi Malecha

Name (printed or typed)
500 IDS Center, 80 South Eighth Street

Minneapolis, MN 55402

City, State & Zip

612-632-3410

Daytime Telephone Number

dodd.clasen@creatis.com

E-mail address: (to be used for future annual report notification)

INHS53 (3/20)

## Articles of Domestication Foreign Corporation Domesticating to Florida

The ur	ndersigned, Dodd_Clasen	CEO	
	wickenham, Inc.	(Title) , a foreign	
Dome	ration, in accordance with s. 607.11922, Florid stication.		
1.	Then name of the domesticating corporation	is I WICKENNAM, INC.  (Foreign Corporation)	
2.	The jurisdiction and date of its formation is	Minnesota, January 7, 2003	
3.	The name of the domesticated corporation is	Twickenham, Inc.	
4.	The jurisdiction of formation of the domestic	ated corporation is <b>Florida</b>	
5.	The domestication corporation is a foreign corporation and the domestication was approved in accordance with its organic law.		
6.	Attached are Florida Articles of Incorporation requirements pursuant to s.607.0202, F.S.	n to complete the domestication	
I certii	fy I am authorized to sign these Articles of Don Rodd Clasen	nestication on behalf of the corporation.	
	(Author	ized Signature)	

## ARTICLES OF INCORPORATION OF TWICKENHAM, INC.

In compliance with the requirements of the Florida Business Corporation Act. Chapter 607 of the Florida Statutes (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

#### ARTICLE I NAME

1.1) The name of the corporation shall be Twickenham. Inc. (the "Corporation").

#### ARTICLE II INITIAL PRINCIPAL OFFICE

**2.1)** The street and mailing address of the initial principal office of the Corporation is 174 Watercolor Way, Suite 150, Santa Rosa Beach, Florida 32459.

### ARTICLE III INITITAL REGISTERED OFFICE AND AGENT

3.1) The street address of the initial registered office of the Corporation is C T Corporation System. The name of the initial registered agent of the Corporation at that office is 1200 South Pine Island Road, Plantation, Florida 33324.

#### ARTICLE IV SHARES

- 4.1) <u>Authorized Shares</u>. The aggregate number of shares the Corporation has authority to issue shall be 100,000 common shares, which shall have a par value of \$.01 per share solely for the purpose of a statute or regulation imposing a tax or fee based upon the capitalization of the Corporation.
- 4.2) <u>Issuance of Shares</u>. The Board of Directors of the Corporation (the "Board") is authorized from time to time to accept subscriptions for, issue, sell and deliver shares of any class or series of the Corporation to such persons, at such times and upon such terms and conditions as the Board shall determine, valuing all nonmonetary consideration and establishing a price in money or other consideration, or a minimum price, or a general formula or method by which the price will be determined.
- 4.3) <u>Issuance of Rights to Purchase Shares</u>. The Board is further authorized from time to time to grant and issue rights to subscribe for, purchase, exchange securities for, or convert securities into, shares of the Corporation of any class or series, and to fix the terms, provisions and conditions of such rights, including the exchange or conversion basis or the price at which such shares may be purchased or subscribed for.

#### RIGHTS OF SHAREHOLDERS

- 5.1) No Preemptive Rights. No shares of any class or series of the Corporation shall entitle the holders to any preemptive rights to subscribe for or purchase additional shares of that class or series or any other class or series of the Corporation now or hereafter authorized or issued.
- 5.2) <u>No Cumulative Voting Rights</u>. There shall be no cumative voting by the shareholders of the Corporation.

#### ARTICLE VI DIRECTORS

**6.1)** Name. The name of the person constituting the first Board is as follows:

Dodd Clasen 174 Watercolor Way, Suite 150, Santa Rosa Beach, Florida 32459

6.2) Written Action by Directors. Any action required or permitted to be taken at a Board meeting may be taken by written action signed by all of the directors or, in cases where the action need not be approved by the shareholders, by written action signed by number of directors that would be required to take the same action at a meeting of the Board at which all directors were present.

#### ARTICLE VII MERGER, EXCHANGE, SALE OF ASSETS AND DISSOLUTION

7.1) Where approval of shareholders is required by law, the affirmative vote of the holders of at least a majority of the voting power of all shares entitled to vote shall be required to authorize the Corporation (i) to merge into or with one or more other corporations, (ii) to exchange its shares for shares of one or more other corporations, (iii) to sell, lease, transfer or otherwise dispose of all or substantially all of its property and assets, including its good will, or (iv) to commence voluntary dissolution.

### ARTICLE VIII AMENDMENT OF ARTICLES OF INCORPORATION

**8.1)** After the issuance of shares by the Corporation, any provision contained in these Articles of Incorporation may be amended, altered, changed or repealed by the affirmative vote of the holders of at least a majority of the voting power of all entitled to vote or such greater percentage as may be otherwise prescribed by the FBCA.

#### ARTICLE IX LIMITATION OF DIRECTOR LIABILITY

9.1) To the fullest extent permitted by the FBCA, as the same exists or may hereafter be amended, a director of this Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.

## ARTICLE X INCORPORATOR

10.1) The name and street address of the incorporator of the Corporation are as follows:

Dodd Clasen 174 Watercolor Way, Suite 150. Santa Rosa Beach, Florida 32459 **IN WITNESS WHEREOF.** the undersigned has signed these Articles of Incorporation on June 1, 2020.

- DocuSigned by.

Dodd Clasen. Incorporator

#### Acceptance of Duties of Registered Agent

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

C T Corporation System

By: Stephanie Hencz, Assistant Secretary 06/01/2020
Required Signature/Registered Agent Date

GP 4844-3759-4557 v1