

1005572

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

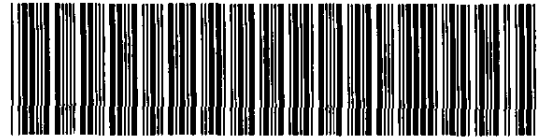
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600242199526

RECEIVED
DEPARTMENT OF STATE
12 DEC - 6 PM 4: 12
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 DEC - 6 PM 4: 42

Amended/Restated
cc
10 12/4/12

FLORIDA FILING & SEARCH SERVICES, INC.
P.O. BOX 10662 TALLAHASSEE, FL 32302
155 Office Plaza Dr Ste A Tallahassee FL 32301
PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 12/6/2012

NAME: CHIPS SUPPLY, INC

TYPE OF FILING: RE-STATED

COST:

43⁷⁵

RETURN: CERTIFIED COPY

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

FILED
SECRETARY OF
DIVISION OF CORPORATIONS
12 DEC -6 PM 4:42

**SECOND AMENDED & RESTATED
ARTICLES OF INCORPORATION**

OF

CHIP SUPPLY, INC.

Pursuant to Sections 607.1003 and 607.1007 of the Florida Business Corporation Act, Chip Supply, Inc., a Florida corporation (the "Corporation"), certifies that:

Articles of Incorporation were originally filed by the Corporation with the Secretary of State of Florida on December 29, 1978. Amended and Restated Articles of Incorporation were filed by the Corporation with the Secretary of State of Florida on October 29, 2010.

These Second Amended and Restated Articles of Incorporation amend and restate the Amended and Restated Articles of Incorporation in their entirety. These Second Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors acting by unanimous written consent, dated as of December 6, 2012. The amendments contained herein require the approval of the holders of shares of the Common Stock of the Corporation, and the shareholders of the Corporation approved such amendments by written consent dated December 6, 2012. The number of votes cast for the amendments was sufficient for approval by the holders of the Common Stock of the Corporation. The text of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety, effective as of the date of filing of these Second Amended and Restated Articles of Incorporation with the Secretary of State of Florida to read as follows:

ARTICLE I - NAME

The name of the corporation is Chip Supply, Inc. (hereinafter called the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office and mailing address of the Corporation is: 7725 N. Orange Blossom Trail, Orlando, Florida 32810.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is one thousand (1,000) shares of Common Stock, having a par value of \$0.10.

ARTICLE V - REGISTERED AGENT

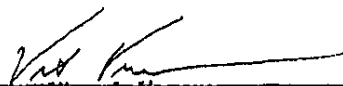
The registered agent of the Corporation is Capitol Corporate Services, Inc. The Florida street address of the registered agent of the company is 155 Office Plaza Drive, Suite A, Tallahassee, Florida 32301.

ARTICLE VI - INDEMNIFICATION

Section 1. Indemnification. Each person (including here and hereinafter, the heirs, executors, administrators, or estate of such person) (a) who is or was a director of the Corporation at any time during which these Second Amended and Restated Articles of Incorporation are or were effective, (b) who is or was an officer, agent or employee of the Corporation and as to whom the Corporation has agreed to grant such indemnity hereunder, or (c) who is or was serving at the request of the Corporation in the position of a director, officer, trustee, partner, agent, or employee of another corporation, partnership, joint venture, trust or other enterprise and as to whom the Corporation has agreed to grant such indemnity hereunder, shall be indemnified by the Corporation as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the Corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, settlements, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as such director, officer, trustee, partner, agent or employee or arising out of his status as such director, officer, trustee, partner, agent or employee. The foregoing obligation of the Corporation to indemnify shall not be exclusive of other rights to which those seeking indemnification may be entitled. The Corporation may maintain insurance, at its expense, to protect itself and any such person against any such fine, liability, cost or expense, including attorneys' fees, whether or not the Corporation would have the legal power to directly indemnify such person against such liability.

Section 2. Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article in defending a civil or criminal suit, action or proceeding may be paid (and, in the case of directors of the Corporation, shall be paid) by the Corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the Corporation as authorized by this Article, and upon satisfaction of other conditions established from time to time by the Board of Directors or required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

IN WITNESS WHEREOF, the undersigned has executed these Second Amended & Restated Articles of Incorporation this 6th day of December 2012.

By: 
Name: Victor L. Vescovo
Its: Chairman of the Board

**CERTIFICATE AMENDING THE ADDRESS
AND AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H:

That, Chip Supply, Inc., organized under the laws of the State of Florida, has named Capitol Corporate Services, Inc., located at 155 Office Plaza Drive, Suite A, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 6th day of December, 2012.

REGISTERED AGENT:

Capitol Corporate Services, Inc.

By: *Krista Ali*
Name: Krista Ali, Asst. Secretary