

TRANSMITTAL LETTER

P00000039195

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

SUBJECT: Live Oak Holdings, Inc.  
(Proposed corporate name - must include suffix)

900003208509--5  
-04/13/00--01137--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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 of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Mark A. Sholar  
Name (Printed or typed)

430 H. Ansin Blvd.  
Address

Hallandale, Fl. 33009  
City, State & Zip

(954) 270-3017  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 APR 13 PM 12:05

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

8/4/19/00

EFFECTIVE DATE

4/11/00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 APR 13 PM 12:05

ARTICLES OF INCORPORATION

OF

LIVE OAK HOLDINGS, INC.

Article I - Name

The name of this corporation is Live Oak Holdings, Inc.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon sale of any un-issued stock of this corporation for cash, assets, or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

Article VI - Principal Office, Mailing Address

The principal office of this corporation is 430H Ansin Boulevard, Hallandale, FL. 33009. The mailing address of this corporation is P.O. Box 871, Hallandale, FL. 33008.

Article VII - Initial Registered Office and Agent

The initial registered agent of this corporation is Mark A. Sholar. The street address of the initial registered agent is 430H Ansin Boulevard, Hallandale, FL. 33009. The Mailing addresses of the initial registered agent is P.O. Box 871 Hallandale, FL. 33008.

### Article VIII - Initial Board of Directors

This corporation will have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

Mark A. Sholar  
Karen A. Sholar  
430H Ansin Boulevard  
Hallandale, FL. 33009

### Article IX - Incorporator(s)

The names and addresses of the persons signing these articles are:

Mark A. Sholar  
Karen A. Sholar  
430H Ansin Boulevard  
Hallandale, FL. 33009

### Article X - Indemnification

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting and regulating the powers of the corporation, its stockholders and directors, are hereby adopted as part of these Articles of Incorporation.

(a) The Board of Directors from time to time shall determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to inspection of the stockholders.

(b) The directors may prescribe a method or methods of replacement of lost stock certificates, and prescribe reasonable conditions by way of security, upon the issue of new certificates therefor.

(c) No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or all of the directors of the corporation is or are interested in, or is a director or officer, or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be party or parties to, or may be interested in any such contract or transaction of the corporation, or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation, shall be invalidated by reason of such relationship, and each and every person who may become a director of the corporation is hereby relieved from any liability that may otherwise exist

from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any wise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

(d) Each and every director and officer of the corporation shall be indemnified by the corporation against costs, expenses and liabilities, including attorneys' fees at all trial and appellate levels reasonably incurred or imposed upon him in connection with any action, suit or proceeding in which he becomes involved by reason of his being or having been a director or officer at the time of such cost, expense or liability is incurred.

1. To the extent that a director or officer of the corporation has been successful on the merits or otherwise in the defense of any such action, suit or proceeding, such as director or officer shall have an automatic right of indemnity under this Article.

2. The indemnification shall be to the fullest extent permitted by law to the degree fraud or intentional negligence, misconduct, or violation of law has not occurred.

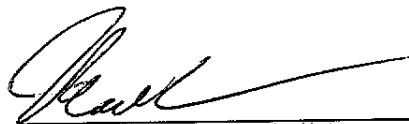
#### Article XI - By-Laws

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and shareholders.

#### Article XII - Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 11th day of April, 2000.

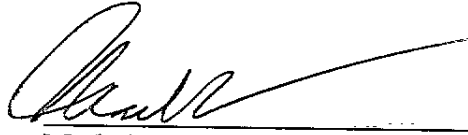


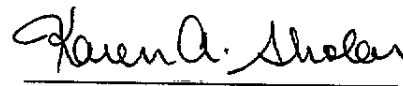
Mark A. Sholar



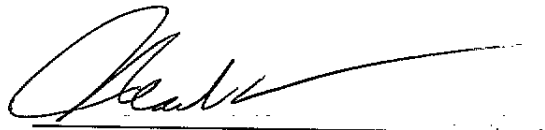
Karen A. Sholar

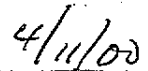
The undersigned incorporators have executed these Articles of Incorporation this 11th day of April, 2000.

  
Mark A. Sholar

  
Karen A. Sholar

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.

  
Signature/Registered Agent

  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 APR 13 PM 12:05