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Holland & Knight LLP  
Requester's Name:

315 So. Calhoun Street  
Address

425-5675  
City/State/Zip Phone #

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01 AUG 22 AM 8:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Vermilion Enterprises, Inc  
(Corporation Name) (Document #)

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2. \_\_\_\_\_  
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certificate of Status

**NEW FILINGS**

☒ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

RECEIVED  
01 AUG 22 AM 11:23  
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Examiner's Initials

ARTICLES OF INCORPORATION

OF

VERMILION ENTERPRISES, INC.

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01 AUG 22 AM 8:27  
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The undersigned, acting as incorporator of VERMILION ENTERPRISES, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

VERMILION ENTERPRISES, INC.

ARTICLE II. ADDRESS

The mailing and principal place of business address of the corporation is:

3802 W. Dr. Martin Luther King, Jr. Blvd.  
Tampa, Florida 33614

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 a.m. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The corporation shall have only one class of stock consisting of two types of common stock, Type A and Type B. The maximum number of shares that the corporation is authorized to have outstanding at any time is 20,000 shares of Type A common stock, having a par value of \$.01, and 200,000 shares of Type B common stock, having a par value of \$.01. The preferences, limitations, and relative rights in respect of the shares of Type B common stock shall not be voted on any matters, except when otherwise required by law. The consideration to be paid for each share of Type A and Type B common stock shall be fixed by the board of directors and may

be paid in whole or part in cash or other property, tangible or intangible, or in labor or services performed or to be performed for the corporation.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 and the name of the corporation's initial registered agent at that address is INTRASTATE REGISTERED AGENT CORPORATION. a Florida corporation.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director are NORMAN STALLINGS, JR., at 3802 W. Dr. Martin Luther King, Jr., Blvd., Tampa, Florida 33614.

The incorporator of the Corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

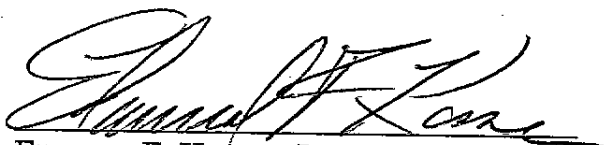
#### ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 21<sup>st</sup> day of August, 2001.

  
EDWARD F. KOREN, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

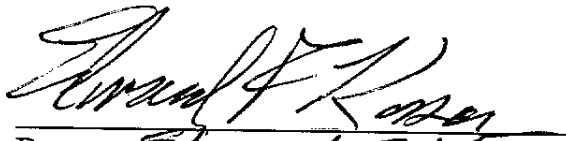
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That VERMILION ENTERPRISES, INC., desiring to organize under the laws of  
the State of Florida with its initial registered office, as indicated in the Articles of  
Incorporation, at 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, has named  
INTRASTATE REGISTERED AGENT CORPORATION, a Florida corporation, as its  
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named  
above, at the place designated in this certificate, INTRASTATE REGISTERED AGENT  
CORPORATION, INC. agrees to act in that capacity, to comply with the provisions of  
the Florida Business Corporation Act, and is familiar with, and accepts, the  
obligations of that position.

INTRASTATE REGISTERED AGENT  
CORPORATION, -- Registered Agent

  
By: EDWARD F. Keren  
Its: VICE PRESIDENT

LAK1 #225319 v3

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