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Division of Corporations

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From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP

Account Number : 075500004387 Phone : (813)229-7600 Fax Number : (813)229-1660 009 SFP - 3 AM IO: 52

### FLORIDA PROFIT/NON PROFIT CORPORATION

SHC Holdings, Inc.

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Electronic Filing Menu

Corporate Filing Menu

Help

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### ARTICLES OF INCORPORATION OF SHC HOLDINGS, INC.

2009 SEP -3 AM 10: 52

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

# ARTICLE I

The name of the Corporation is "SHC Holdings, Inc."

### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office and the mailing address of the Corporation are:

6522 Gunn Highway Tampa, Florida 33625

# ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

#### ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock, One Cent (\$0.01) par value per share.

### ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Sara K. Flint 6522 Gunn Highway Tampa, Florida 33625

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The Corporation shall have initially one (1) director to hold office until the first annual meeting of shareholders and until his successor shall have been elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased

SEP-03-2009 12:13

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from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Robert Suarez 6522 Gunn Highway Tampa, Florida 33625

#### ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Paul R. Lynch 101 E. Kennedy Blvd., Suite 2800 Tampa, FL 33602

### ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of September, 2009.

Paul R. Lynch,

Incorporator

H09000194889 3

SECRETARY OF STATE DIVISION OF CORPORATIONS 2009 SEP - 3 AM 10: 52

#### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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

- 1. The name of the corporation is SHC Holdings, Inc.
- 2. The name and address of the registered agent and office are:

Sara K. Flint 6522 Gunn Highway Tampa, Florida 33625

SIGNATURE

(Paul R. Lynch

TITLE:

Incorporator

DATE:

September 🏂 2009

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

September 3, 2009