

12/09/2009

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Division of Corporations

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**Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
SB Investments GP, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
SB INVESTMENTS GP, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

**ARTICLE I**

**Name**

The name of the corporation is **SB INVESTMENTS GP, INC.**, a corporation organized and existing under the laws of the State of Florida, (the "Corporation").

**ARTICLE II**

**Initial Registered Agent and Office**

The street address of the Corporation's initial registered office 4221 W. Boy Scout Boulevard, Tampa, Florida 33607, and the initial registered agent of the Corporation at such office shall be **CFRA, LLC**, a limited liability company organized and existing under the laws of the State of Florida.

**ARTICLE III**

**Nature of Business**

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Law.

**ARTICLE IV**

**Principal Office and Mailing Address**

The principal office and mailing address of the Corporation is 2535 Success Drive, Odessa, Florida 33556.

**ARTICLE V**

**Stock**

The Corporation shall have authority to issue one thousand (1,000) shares of \$0.00 par value common stock.

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**ARTICLE VI**  
**Incorporator**

The name and address of the incorporator are:

**Name**

Joel B. Giles

**Address**200 Central Avenue, Suite 2300  
St. Petersburg, Florida 33701**ARTICLE VII**  
**Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

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Dated this 24 day of December, 2009.

  
Joel B. Giles, Incorporator

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated December 9, 2009.

**REGISTERED AGENT:**

CFRA, LLC

By: 

JOEL B. GILES, its Authorized Agent

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