

PIUUUU30796

(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



300172414383

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
10 APR - 9 PM 2:03

B. KOHR

APR - 9 2010

EXAMINER

DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

FILED  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
10 APR - 9 PM 2:03

Account Number FCA000000017

Date:

4/9/10

Requestor Name: Carlton Fields

Address: Post Office Box 190  
Tallahassee, Florida 32302

Telephone: (850) 513-3619 (direct)  
(850) 224-1585

Contact Name: Kim Pullen, CP, FRP

Corporation Name:

Urchin Merger Sub, Inc.

Entity Number (if applicable):

Authorization:

Kim Pullen



Certified Copy

New Filings

Fictitious Name

Plain Stamped Copy

Amendments

Certificate of Status

Annual Report

Registration

( X ) Call When Ready

( X ) Call if Problem

( ) After 4:30

( X ) Walk In

( ) Will Wait

( X ) Pick Up

( ) Mail Out

CF Internal Use Only

Client: 01663 Matter: 50076

Name: R. Denman Office: TPA

**ARTICLES OF INCORPORATION  
OF  
URCHIN MERGER SUB, INC.**

The undersigned, acting as incorporator, hereby forms a corporation under the Florida Business Corporation Act and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I**

**Name**

The name of the corporation (hereinafter called the "Corporation") is:

Urchin Merger Sub, Inc.

**ARTICLE II**

**Initial Principal Office and Mailing Address**

The address of the initial principal office and mailing address of the Corporation is 2400 Dallas Parkway, Suite 350, Plano, Texas 75093.

**ARTICLE III**

**Effective Date**

The Corporation shall commence existence on the date these Articles of Incorporation are filed by the Florida Department of State, and the Corporation shall exist perpetually thereafter.

**ARTICLE IV**

**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 4221 W. Boy Scout Boulevard, Suite 1000, Tampa, FL 33607, and the name of its initial registered agent at such address is CFRA, LLC.

**ARTICLE V**

**Purpose**

The purpose for which the Corporation is organized is to transact any lawful business.

10 APR - 9 PM 2:04  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLE VI**  
**Capital Stock**

The aggregate number of shares which the Corporation shall have authority to issue is 100,000 Common Shares, par value \$0.01 per share.

**ARTICLE VII**  
**Bylaws**

In furtherance and not in limitation of the powers conferred upon it by law, the board of directors of the Corporation is expressly authorized to adopt, amend or repeal the Bylaws of the Corporation to the extent permitted by law.

**ARTICLE VIII**  
**Exculpation; 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 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 as an director or officer of any other enterprises at the request of the Corporation (whether or not he or she continues to be an officer or director at the time of incurring such expenses). If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VIII is a part to authorize corporate action further eliminating or limiting the personal liability of directors or officers, then the liability of directors and officers 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 paragraphs of this Article VIII 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.

**Article IX**  
**Initial Directors**

The Corporation shall have two (2) directors initially, who shall serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation and his or her successor is elected and qualified, or until his or her earlier resignation, removal from office, or

death. The number of directors of the Corporation hereafter shall be such number as from time to time fixed by, or fixed in the manner prescribed by, the Bylaws of the Corporation; provided, however, that in no event shall the number of directors be less than one. The names and mailing addresses of the persons who shall serve as the initial directors are:

<u>Name</u>	<u>Address</u>
J. Christopher Brengard	2400 Dallas Parkway, Suite 350 Plano, Texas 75093
James D. Shelton	2400 Dallas Parkway, Suite 350 Plano, Texas 75093

#### **ARTICLE X** **Amendment**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the laws of the State of Florida. All rights, powers, privileges and discretionary authority granted or confessed herein upon shareholders or directors are granted or confessed subject to this reservation.

#### **ARTICLE XI** **Incorporator**

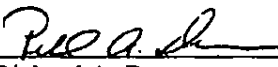
The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Richard A. Denmon	4221 W. Boy Scout Boulevard South Suite 1000 Tampa, Florida 33607

**[SIGNATURES ON NEXT PAGE]**

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation  
on April 9, 2010.

URCHIN MERGER SUB, INC.

By:   
Name: Richard A. Denmon  
Incorporator


**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 this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 9<sup>th</sup> day of April, 2010.

Registered Agent

CFRA, LLC  
a Florida limited liability company

By:   
Richard A. Denmon, Authorized  
Representative of CFRA, LLC