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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
SmartLogix, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
SMARTLOGIX, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, desiring to form a corporation for profit (the "Corporation") under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the Corporation is SmartLogix, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at 427 Third Street North, Jacksonville Beach, Florida 32250, and its mailing address is 427 Third Street North, Jacksonville Beach, Florida 32250.

ARTICLE III
CAPITAL STOCK

(a) Authorized Capital Stock. The Corporation is authorized to issue two million (2,000,000) shares of common stock of par value of \$0.01 per share. One million (1,000,000) shares shall be designated as Class A Voting Common shares, and one million (1,000,000) shares shall be designated as Class B Nonvoting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:

(i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held, and the exclusive voting power with respect to the corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(ii) Class B Nonvoting Common Shares. Except as otherwise expressly provided by law, the holders of Class B Nonvoting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders, and the exclusive voting power with respect to the corporation shall be vested in the holders of voting common shares.

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(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have preemptive rights. The holders of shares of stock in this Corporation shall be entitled to purchase ratably according to their respective holdings of such stock any shares of the corporation which are issued or sold for cash, for property or for services, and any purchase warrants or other option rights which may be issued giving the right to purchase such shares of stock for cash, property or services, for the same amount and type of consideration as is determined by the Board of Directors with respect to the particular issue or sale of stock. Any shares offered to shareholders under their preemptive rights and not purchased shall again be offered to those shareholders who have exercised their preemptive rights, in proportion to their holdings. After one such re-offering, the Corporation may sell any shares still unsold in any other manner permitted by these articles.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 818 North A1A, Suite 104, Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent of the Corporation at that address is Fisher, Tousey, Leas & Ball.

ARTICLE V INCORPORATOR

The name and street address of the incorporator of the Corporation are:

Jeffrey H. Anthony
1240 Salt Creek Island Drive
Ponte Vedra Beach, Florida 32082

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**ARTICLE VI
DIRECTORS**SECRETARY OF STATE
TALLAHASSEE FLORIDA

(a) Number. The Corporation shall have one (1) director initially. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Initial Board of Directors. The name and address of the initial director of the Corporation is:

Jeffrey H. Anthony

1240 Salt Creek Island Drive
Ponte Vedra Beach, Florida 32082

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

**ARTICLE VII
BYLAWS**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VIII
DURATION AND COMMENCEMENT**

The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, these Articles of Incorporation are signed and acknowledged this 13th day of December, 2010.


Jeffrey H. Anthony

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, SmartLogix, Inc., a Florida corporation (the "Corporation"), submits the following statement in designating the registered office/registered agent, in the State of Florida:

The Corporation has named Fisher, Tousey, Leas & Ball, who maintains an office at 818 North A1A, Suite 104, Ponte Vedra Beach, Florida 32082 in the County of St. Johns, in the State of Florida, as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

DATED: This 13th day of December, 2010.

FISHER, TOUSEY, LEAS & BALL,
Registered Agent

By: 

John S. Ball, Vice President

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