

# P11000007884

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Florida Department of State  
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**To:**

Division of Corporations  
Fax Number : (850) 617-6381

**From:**

**GAIL S ANDRE**

Account Name : LOWMEES, DROSDICK, DOSTER, KANTOR & REED, P.A.  
Account Number : 072720000036  
Phone : (407) 843-4600  
Fax Number : (407) 843-4444

**PLEASE ARRANGE FILING OF THE ATTACHED ARTICLES OF INCORPORATION AND RETURN AN CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU.**

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

**Email Address:** \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION  
FULL SAIL, INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
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**CONSENT TO USE OF NAME**

I, an authorized representative of a member of **FULL SAIL, LLC**, a limited liability company organized under the laws of the State of Florida under Charter No. L10000119136 (the "Company"), hereby consent to the use of the corporate name, **FULL SAIL, INC.**



James F. Hetkin, Jr. Authorized Representative  
of a Member of **FULL SAIL, LLC**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS**ARTICLES OF INCORPORATION****OF****FULL SAIL, INC.****ARTICLE I - NAME**

The name of this corporation is **FULL SAIL, INC.**

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office and the mailing address of this corporation shall be 3300 University Boulevard, Suite 218, Winter Park, Florida 32792.

**ARTICLE III - CAPITAL STOCK**

1. **Classes of Capital Stock.** The total number of shares of capital stock which the Corporation is authorized to issue is ten million (10,000,000) shares of common stock, of which ten thousand (10,000) shall be shares of voting common stock, par value \$.01 per share (the "Voting Common Stock"), and nine million nine hundred ninety thousand (9,990,000) shall be shares of non-voting common stock, par value \$.01 per share (the "Non-Voting Common Stock"). The consideration for all of the above capital shall be payable in cash or property (tangible and intangible), at a just valuation to be fixed by the board of directors of the Corporation.

2. **Voting Rights of Common Stock.** The Voting Common Stock shall possess and exercise all voting rights with regard to actions to be taken by shareholders of the Corporation generally, including the election of directors, and each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding Voting Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. The Non-Voting Common Stock shall not have or possess any voting rights for any purpose, except to the extent

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required by law. Except for the difference in voting rights, the Voting Common Stock and the Non-Voting Common Stock shall be the same in all other respects and shall have all the same rights and entitlements.

3. No Liquidation Preference Upon any liquidation, dissolution or winding up of the Corporation (either voluntary or involuntary), the assets of the Corporation available for distribution to its shareholders shall be distributed to the holders of the Voting Common Stock and the Non-Voting Common Stock, pro rata, on a per share basis without any preference to the holders of either class.

#### ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is James F. Heekin, Jr.

#### ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws of this corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

|                        |  |
|------------------------|--|
| James W. Heavener      | 3300 University Boulevard, Suite 218<br>Winter Park, Florida 32792 |
| Edward E. Haddock, Jr. | 3300 University Boulevard, Suite 218<br>Winter Park, Florida 32792 |
| Jonathan D. Phelps     | 3300 University Boulevard, Suite 218<br>Winter Park, Florida 32792 |

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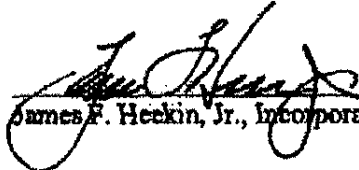
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the incorporator of this corporation are as follows:

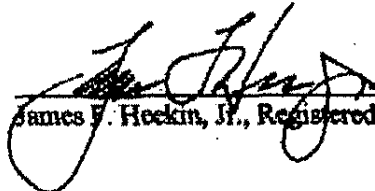
James F. Heckin, Jr.

215 North Eola Drive  
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of January, 2011.

  
James F. Heckin, Jr., IncorporatorACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of FULL SAIL, INC.

  
James F. Heckin, Jr., Registered AgentFILED  
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