

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
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Email Address: sbrown@chpc2.org

FLORIDA PROFIT/NON PROFIT CORPORATION  
Chipley Sherwood Manager, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CHIPLEY SHERWOOD MANAGER, INC.**

**ARTICLE I - NAME**

The name of this corporation is **CHIPLEY SHERWOOD MANAGER, INC.**

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

The address of the initial principal place of business and mailing address of the corporation is 448 Depot Street, Christiansburg, VA 24073.

**ARTICLE III - AUTHORIZED SHARES**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

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

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

**ARTICLE V - INCORPORATOR**

The name and address of the incorporator is as follows:

Name

Address

B&C Corporate Services of Central Florida, Inc.

390 North Orange Ave., Suite 1400  
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 30th day of November, 2011.

**INCORPORATOR:**

B&C CORPORATE SERVICES OF CENTRAL  
FLORIDA, INC.

By:   
Janice C. Myers, Vice President

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**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 agent, in the State of Florida.

1. The name of the corporation is **CHIPLEY SHERWOOD MANAGER, INC.**
2. The name and address of the registered agent and office is:

**B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.**  
390 North Orange Avenue, Suite 1400  
Orlando, Florida 32801

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C CORPORATE SERVICES OF CENTRAL  
FLORIDA, INC.

By:   
Janice C. Myers, Vice President

Dated this 30<sup>th</sup> day of November, 2011.