

06/25/2012

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
USAB MERGER SUB, INC.**

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

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of the Corporation is "USAB Merger Sub, Inc."

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office and the mailing address of the Corporation are:

4790 140th Avenue North  
Clearwater, FL 33762

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue 100 shares of common stock, One Cent (\$0.01) par value per share.

**ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Gregory C. Yadley, Esq.  
101 E. Kennedy Blvd., Suite 2800  
Tampa, FL 33602

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The Corporation shall have initially one (1) director to hold office until the first annual meeting of shareholders and until his successor shall have been elected and qualified, or until his earlier

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resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Thomas B. McMurtrey, III  
4790 140th Avenue North  
Clearwater, FL 33762

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing these Articles as Incorporator are:

Gregory C. Yadley, Esq.  
101 E. Kennedy Blvd., Suite 2800  
Tampa, FL 33602

**ARTICLE VIII**  
**INDEMNIFICATION**

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25th day of June, 2012.

  
\_\_\_\_\_  
Gregory C. Yadley,  
Incorporator

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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 office/registered agent, in the State of Florida.

1. The name of the corporation is USAB Merger Sub, Inc.
2. The name and address of the registered agent and office are:

Gregory C. Yadley, Esq.  
101 E. Kennedy Blvd., Suite 2800  
Tampa, FL 33602

SIGNATURE

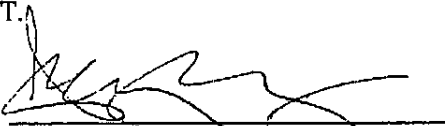
  
(Gregory C. Yadley)

TITLE: Incorporator

DATE: June 25, 2012

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
(Gregory C. Yadley)

DATE June 25, 2012

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