

Aug 17 2012 4:01PM

Barron & Redding Law Firm 850 785 2999

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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION  
BATTEN FOREST INC.

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**ARTICLES OF INCORPORATION**  
**OF**  
**BATTEN FOREST INC.**

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

**ARTICLE I - NAME**

The name of this corporation is BATTEN FOREST INC.

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue five million (5,000,000) shares of no par value common stock, which shall be designated "Common Shares".

THIS INSTRUMENT PREPARED BY:  
Brian D. Leebrick, Esq.  
Fla. Bar No. 172634  
Barron & Redding, P.A.  
220 McKenzie Avenue  
P.O. Box 2467  
Panama City, FL 32402  
(850) 785-7454

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TALLAHASSEE FLORIDA

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ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 2500 Green Circle Parkway, Cottondale, FL 32431, and the name of the initial registered agent is Brian D. Leebrick, Esq., whose address is 220 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation. All actions which the Florida Business Corporation Act reserves to the Board of Directors are hereby reserved to the shareholders, including, without limitation, the adoption of the initial bylaws of the corporation, the issuance of any emergency bylaws of the corporation; the issuance of stock; is reserved to the shareholders.

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ARTICLE VI- SPECIAL MEETINGS

Special meetings of shareholders may be called if the holders of not less than forty percent (40%) of all of the votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date and deliver to the corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Brian D. Leebrick, Esq., whose address is 220 McKenzie Avenue, Panama City, Florida 32402.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 17<sup>th</sup> day of August, 2012.



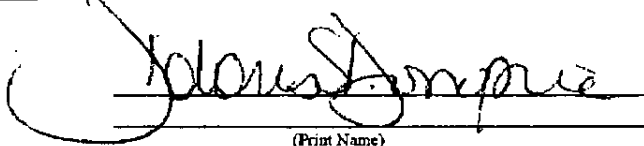
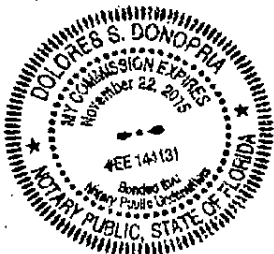
Brian D. Leebrick, Esq.

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing Articles of Incorporation of BATTEN FOREST INC. was acknowledged  
before me this 17<sup>th</sup> day of August, 2012, by Brian D. Leebrick, Esq., who: (notary **must**  
check applicable box)

- ☒ is personally known to me.  
☐ produced a current Florida driver's license as identification.  
☐ produced \_\_\_\_\_ as identification.

(SEAL)



(Print Name)

Notary Public  
Commission #  
My Commission Expires:

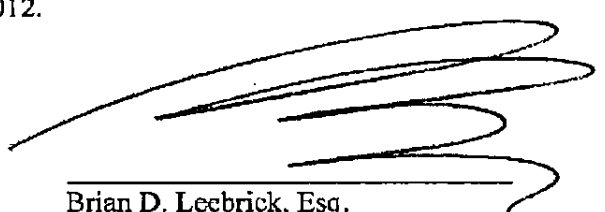
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**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT  
OF  
BATTEN FOREST INC.**

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.

Dated this 17<sup>th</sup> day of August, 2012.



Brian D. Leebrick, Esq.  
Registered Agent

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