Florida Department of State

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FLORIDA PROFIT/NON PROFIT CORPORATION PLANET FIVE DEVELOPMENT CORPORATION

Certificate of Status	1
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J. Shivers SEP 19 2002

ASSERTION AND THE

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ARTICLES OF INCORPORATION PLANET FIVE DEVELOPMENT CORPORATION

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I Name

The name of the corporation is PLANET FIVE DEVELOPMENT CORPORATION

ARTICLE II Principal Office

The principal office and mailing address of the corporation shall be 822 A1A North, Surfe 208, Ponte Vedra Beach, Florida 32082.

ARTICLE III Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV Nature of Business

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

ARTICLE V Capital Stock

- Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of \$0.01 per share.
 - (b) Preemptive Rights. Shareholders shall have no preemptive rights.
 - (c) Cumulative Voting. Cumulative voting shall not be permitted.
- Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

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ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of this corporation is Joseph J. Van Rooy, and the name of the initial registered agent of this corporation at that address is 9471 Baymeadows Road, Suite 103, Jacksonville, Florida 32256.

ARTICLE VII Directors

- (a) <u>Number</u>. This corporation shall have two (2) director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Initial Directors</u>. The name and street address of the members of the first board of directors of the corporation are:

Paul Rohan 822 A1A North, Suite 208 Ponte Vedra Beach, Florida 32082 Eric Halter 822 A1A North, Suite 208 Ponte Vedra Beach, Florida 32082

- (c) <u>Compensation</u>. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.
- (d) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII Bylaws

The initial bylaws of this corporation shall be adopted by the 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 IX Incorporator

The name and street address of the incorporator of this corporation is:

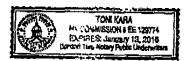
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Paul Rohan 822 A1A North, Suite 208 Ponte Vedra Beach, Florida 32082

ARTICLE X Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the ______day of September 2012. Rohan, Authorized Representative STATE OF FLORIDA }SS COUNTY OF DUVAL The foregoing instrument was acknowledged before me this <u>May</u> day of September 2012, by Paul Rohan.



NOTARY PUBLIC Commission # 55.1397-71 My Commission Expires: Personally known or Produced I.D. [check one of the above] Type of Identification Produced

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CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, *FLORIDA STATUTES*. THE FOLLOWING IS SUBMITTED:

PLANET FIVE DEVELOPMENT CORPORATION DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF Backward Brads, STATE OF FLORIDA, HAS NAMED JOSEPH J. VAN ROOY LOCATED AT 9471 BAYMEADOWS ROAD, SUITE 103, JACKSONVILLE, FLORIDA 32256, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Paul Rohan, Authorized Representative

Dated: September 11, 2012

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Joseph J. Van Rooy

Dated: September 1, 2012