

Division of Corporations

TALLAHASSEE, FLORIDA

P12000095048

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H12000271278 3)))



H120002712783ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

**RECEIVED
12 NOV 14 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

To:

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

From:

Account Name : FOWLER, WHITE 2
Account Number : I19990000148
Phone : (813) 769-7692
Fax Number : (813) 228-9401

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

Email Address: twylie@kbius.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
KBI Sports & Modular, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

K 11/15/12

**RECEIVED
12 NOV 14 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

[Electronic Filing Menu](#)

[Corporate Filing Menu](#)

[Help](#)

H12000271278 3

**ARTICLES OF INCORPORATION
OF
KBI SPORTS & MODULAR, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.

Name

The name of the Corporation is **KBI Sports & Modular, Inc.**

II.

Term of Existence

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

III.

Principal Office

The principal office and mailing address of the Corporation is 7300 Bryan Dairy Road, Suite 400, Largo, Florida 33777.

IV.

Capital Stock

The Corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which will be designated Common Stock.

V.

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602 and the name of its initial registered agent at such address is Andrew L. McIntosh.

12 NOV 14 AM 11:46
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

H12000271278 3

H12000271278 3

VI.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Andrew L. McIntosh	501 E. Kennedy Boulevard Suite 1700 Tampa, Florida 33602

VII.
Directors

The Corporation will have 3 directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but the Corporation will always have at least 1 director. The name and address of the initial directors of the Corporation, who will serve until their successors are duly elected and qualified, is:

<u>Name</u>	<u>Address</u>
Kevin Bagnall	7300 Bryan Dairy Road Suite 400 Largo, Florida 33777
Ken Owen	7300 Bryan Dairy Road Suite 400 Largo, Florida 33777
Trey Wylie	7300 Bryan Dairy Road Suite 400 Largo, Florida 33777

12 NOV 16 AM 11:46
FALLDALE FLORIDA

H12000271278 3

H12000271278 3

VIII.
Officers

The following are elected to the offices of the Corporation set forth opposite their names to serve for the term provided in the bylaws or until their earlier death, resignation or removal from such offices:

<u>Name</u>	<u>Office</u>
Kevin Bagnall	Chief Executive Officer
Ken Owen	President

IX.
Affiliated Transactions

The Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions of Section 607.0901 of the Act. Therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.
Control Share Acquisitions

The Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions of Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.


H12000271278 3

H12000271278 3

XIII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on November 14, 2012.




Andrew L. McIntosh, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I accept the appointment as Registered Agent of the Corporation to accept service of process on its behalf, at the place designated in these Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act

Dated: November 14, 2012.



Andrew L. McIntosh

12 NOV 14 AM 11:46
TALLAHASSEE, FLORIDA