

Nov. 28. 2012

5:04PM

BRETT HENDEE, P.A. 13259-1106

No. 2962 P. 1

11/28/12

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Riverstick AGP, Inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF**

**Riverstick AGP, Inc.**

THE UNDERSIGNED, acting as sole incorporator of **Riverstick AGP, Inc.** (the "Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as may be amended and modified (the "Act"), hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is **Riverstick AGP, Inc.**

**ARTICLE II**  
**PRINCIPAL ADDRESS**

The street address of the principal office of the Corporation is: 1700 South MacDill Avenue, Suite 340, Tampa, Florida 33629. The mailing address of the principal office of the Corporation is: 1700 South MacDill Avenue, Suite 340, Tampa, Florida 33629.

**ARTICLE III**  
**PURPOSE**

The nature of the business and purpose for which the Corporation is formed is to engage in any lawful act or activity for which a corporation may be organized under the Act.

**ARTICLE IV**  
**AUTHORIZED SHARES**

This Corporation is authorized to issue two (2) classes of shares, Voting Common Stock, designated as "Class A Common Shares" and Non-Voting Common Stock, designated as "Class B Common Shares." The total number of shares of all classes of stock which this Corporation has authority to issue is ten thousand (10,000), which consists of one thousand (1,000) Class A Common Shares, and nine thousand (9,000) Class B Common Shares.

The relative rights, preferences and limitations of the Class A Common Shares and Class B Common Shares are identical in all respects, except that the voting power for the election of directors and for all other purposes is vested exclusively in the holders of the Class A Common Shares, and except as otherwise required by law, the holders of the Class B Common Shares shall not to have any voting power. In all matters in which they have the right to vote, the holders of Class A Common Shares shall have one (1) vote per share and the holders of Class B Common Shares shall have one (1) vote per share.

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**ARTICLE V**  
**DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but in no event shall the number of the Directors be less than one (1). The name and address of the person who is to serve as the initial Director and until successor Directors are elected and qualified is as follows:

Donald C. Sullivan  
1700 South MacDill Avenue, Suite 340  
Tampa, Florida 33629

**ARTICLE VI**  
**REGISTERED AGENT**

The name and the Florida street address for the registered agent of the Corporation is: Brett Hendee, Esquire, c/o Brett Hendee, P.A., 1700 South MacDill Avenue, Suite 200, Tampa, Florida 33629.

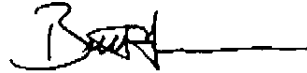
**ARTICLE VII**  
**INCORPORATOR**

The name and address of the sole incorporator of the Corporation is: Brett Hendee, Esquire, 1700 South MacDill Avenue, Suite 200, Tampa, Florida 33629.

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**IN WITNESS WHEREOF**, the undersigned incorporator submits these Articles and affirms that the facts stated herein are true on the 28<sup>th</sup> day of November, 2012. The undersigned is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.



\_\_\_\_\_  
Brett Hendee, Incorporator

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### ACCEPTANCE OF DESIGNATION

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties, and the undersigned is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 607, Florida Statutes.



Brett Hendee, Esquire  
Brett Hendee, P.A.  
1700 South MacDill Ave, Suite 200  
Tampa, Florida 33629

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