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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
ADARA, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
ADARA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is ADARA, INC. (hereinafter called the "Corporation").

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and mailing address of the Corporation is:

13720 Barkley Manor Court
Jacksonville, Florida 32225

ARTICLE III

CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issue five hundred thousand (500,000) shares consisting of (i) one hundred thousand (100,000) shares of voting common stock, par value \$.01 per share (the "Common Voting Stock"), and (ii) one hundred thousand (100,000) shares of non-voting common stock, par value \$.01 per share (the "Common Non-Voting Stock"), and (iii) three hundred thousand shares (300,000) of shares of Preferred Stock of which one hundred thousand (100,000) shares of Preferred Stock shall be designated as "Series A Preferred Stock," with a par value \$.01 per share. Each issued and outstanding share of Common Voting Stock and Preferred Stock shall be entitled to one vote in all matters requiring the vote or approval of the stockholders of this Corporation and the holders of the Common Non-Voting Stock shall not have any right or power to vote except as required under Florida law.

The designations, preferences, limitations and relative rights to the Common Stock and Preferred Stock of the Corporation are as follows:

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A. Provisions Relating to the Preferred Stock.

1. **General.** The Preferred Stock may be issued from time to time in one or more classes or series, the shares of each class or series to have such designations and powers, preferences, and rights, and qualifications, limitations and restrictions thereof as are stated and expressed herein and in the resolution or resolutions providing for the issue of such class or series adopted by the Board of Directors as hereinafter prescribed.

2. **Preferences.** Subject to the rights of the holders of the Corporation's Common Stock, as set forth in Section B of this Article IV, authority is hereby expressly granted to and vested in the Board of Directors to authorize the issuance of the Preferred Stock from time to time in one or more classes or series, to determine and take necessary proceedings fully to effect the issuance and redemption of any such Preferred Stock, and, with respect to each class or series of the Preferred Stock, to fix and state by the resolution or resolutions from time to time adopted providing for the issuance thereof the following:

(a) whether or not the class or series is to have voting rights, full or limited, or is to be without voting rights;

(b) the number of shares to constitute the class or series and the designations thereof;

(c) the preferences and relative, participating, options or other special rights, if any, and the qualifications, limitations or restrictions thereof, if any, with respect to any class or series;

(d) whether or not the shares of any class or series shall be redeemable and if redeemable the redemption price or prices, and the time or times at which and the terms and conditions upon which such shares shall be redeemable and the manner of redemption;

(e) whether or not the shares of a class or series shall be subject to the operation of retirement or sinking funds to be applied to the purchase or redemption of such shares for retirement, and if such retirement or sinking fund or funds be established, the annual amount thereof and the terms and provisions relative to the operation thereof;

(f) the dividend rate, whether dividends are payable in cash, stock of the Corporation, or other property, the conditions upon which and the times when such dividends are payable, the preference to or the relation to the payment of the dividends payable on any other class or classes or series of stock, whether or not such dividend

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shall be cumulative or noncumulative, and if cumulative, the date or dates from which such dividends shall accumulate;

(g) the preferences, if any, and the amounts thereof that the holders of any class or series thereof shall be entitled to receive upon the voluntary or involuntary dissolution of, or upon any distribution of the assets of, the Corporation;

(h) whether or not the shares of any class or series shall be convertible into, or exchangeable for, the shares of any other class or classes or of any other series of the same or any other class or classes of the Corporation and the conversion price or prices or ratio or ratios or the rate or rates at which such conversion or exchange may be made, with such adjustments, if any, as shall be stated and expressed or provided for in such resolution or resolutions; and

(i) such other special rights and protective provisions with respect to any class or series as the Board of Directors may deem advisable.

The shares of each class or series of the Preferred Stock may vary from the shares of any other series thereof in any or all of the foregoing respects. The Board of Directors may increase the number of shares of Preferred Stock designated for any existing class or series by a resolution, adding to such class or series authorized and unissued shares of Preferred Stock not designated for any other class or series. The Board of Directors may decrease the number of shares of the Preferred Stock designated for any existing class or series by a resolution, subtracting from such series unissued shares of the Preferred Stock designated for such class or series, and the shares so subtracted shall become authorized, unissued and undesignated shares of the Preferred Stock.

B. Provisions Relating to the Common Stock.

1. **Voting Rights.** Except as otherwise required by law or as may be provided by the resolutions of the Board of Directors authorizing the issuance of any class or series of the Preferred Stock, as hereinabove provided, all rights to vote and all voting power shall be vested exclusively in the holders of the Common Voting Stock, with the holders entitled to one (1) vote per share. Holder of Common Non-Voting Stock shall not have any right or power to vote except as required under Florida law.

2. **Dividends.** Subject to the rights of the holders of the Preferred Stock, the holders of the Common Stock shall be entitled to receive when, as and if declared by the Board of Directors, out of funds legally available therefor, dividends payable in cash, stock or otherwise.

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3. **Liquidating Distributions.** Upon any liquidation, dissolution or windingup of the Corporation, whether voluntary or involuntary, and after the holders of the Preferred Stock shall have been paid in full the amounts to which they shall be entitled (if any) or a sum sufficient for such payment in full shall have been set aside, the remaining net assets of the Corporation shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests to the exclusion of the holders of the Preferred Stock.

ARTICLE IV

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time in accordance with the Corporation's Bylaws. The initial director shall be Daryle V. Scott.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 1200 South Pine Island Road, Plantation, FL 33324. The name of the Corporation's initial registered agent at that office is NRAI Services, Inc.

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator of the Corporation is Daryle V. Scott at 13720 Barkley Manor Court, Jacksonville, Florida 32225.

ARTICLE VII

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 14th day of August, 2013.

Dany L. V. Smith

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Adara, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

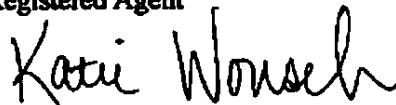
Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 14th day of August, 2013.

NRAI Services, Inc.

as Registered Agent

By:



Name: Katie Wonsch

Title: Assistant Secretary