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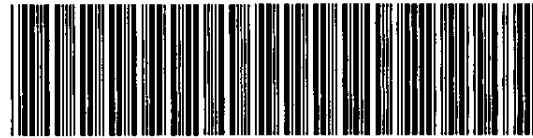
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TALLAHASSEE FLORIDA



DAVID H. ROSENBERG, P.L.

ATTORNEYS AT LAW

November 8, 2013

**VIA UPS**

Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: **IRISS HOLDINGS, INC**

Dear Sir/Madam:

**Enclosed** herewith for filing are the Articles of Incorporation for the above corporation.

Also, **enclosed** please find a check in the amount of \$87.50, representing payment of your filing fee and certificate of status and a certified copy.

If you have any questions with regard to this letter and/or the enclosure, please do not hesitate to contact me.

Very truly yours,

A large, stylized handwritten signature in black ink, consisting of a large 'D' and 'R' intertwined.

David H. Rosenberg, Esq.  
For the Firm

Enclosure as Noted

# ARTICLES OF INCORPORATION

OF

## IRISS HOLDINGS, INC.

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

### ARTICLE I - NAME

The name of this Corporation is:

IRISS HOLDINGS, INC.

### ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be the date of filing of these Articles with the Department of State, and the Corporation shall have perpetual existence thereafter.

### ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

### ARTICLE IV - POWERS

The corporation shall have power:

- (a) To purchase, sell, hold, lease, let, demise, develop and/or subdivide all real or personal property (including intellectual property) wheresoever situate.
- (b) To purchase and sell for itself and for others, personal property, stocks, bonds and notes, to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property or any evidence of value to secure the same.

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- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, note and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments as are necessary to secure the payment of corporate indebtedness.
- (d) To purchase the corporate assets of any other professional corporation, and engage in the same or other character of business.
- (e) To loan the monies of the corporation and to take back mortgages as security therefore on both real and personal property.
- (f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (g) To act as nominee or agent for the purpose of land acquisition, development, sales and financing.
- (h) To act as a general partner in general or limited partnerships which will engage in activities contemplated by this Article and to perform all services necessary or desirable in connection therewith, and to act as nominee for the purpose of acquiring, financing and transferring real and personal property.
- (i) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.
- (j) To have and exercise all powers necessary or convenient to effect its purposes.

#### **ARTICLE V - CAPITAL STOCK**

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100,000 Shares of Common Stock with a par value of \$1.00 per share.

#### **ARTICLE VI - PRINCIPAL OFFICE**

The principal place of business of this Corporation shall be 10306 Technology Terrace, Bradenton, Florida 34211 and mailing address of this Corporation shall be 10306 Technology Terrace, Bradenton, Florida 34211.

#### **ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS**

The street address of the registered office of this Corporation is 1626 Ringling Boulevard, Fifth Floor, Suite 500, Sarasota, Florida 34236 and the Registered Agent is David H. Rosenberg, Esquire.

#### **ARTICLE VIII - DIRECTORS**

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Martin G. Robinson CEO / President	10306 Technology Terrace Bradenton, Florida 34211
Deborah L. Robinson COO	10306 Technology Terrace Bradenton, Florida 34211

#### **ARTICLE IX – AMENDMENT**

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

#### **ARTICLE X - INCORPORATOR**

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Martin G. Robinson	10306 Technology Terrace Bradenton, Florida 34211

#### **ARTICLE XI - INDEMNIFICATION**

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

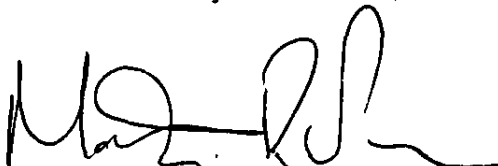
#### **ARTICLE XII - PREEMPTIVE RIGHTS**

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

#### **ARTICLE XIII - REMOVAL OF DIRECTORS**

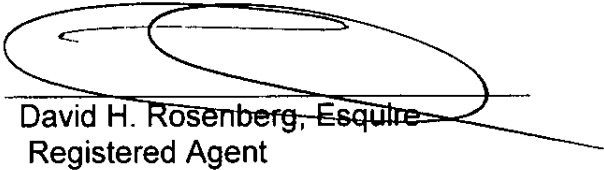
The shareholders of this corporation shall be entitled to remove any director from office at any time for any reason whatsoever whether or not there is cause for removal.

The undersigned has executed these Articles this 8<sup>th</sup> day of November, 2013.

  
Martin G. Robinson, Incorporator

Having been named as Registered Agent and to accept service of process for IRISS HOLDINGS, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

11/8/2013  
Date

  
David H. Rosenberg, Esquire  
Registered Agent

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