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SECRETARY OF STATE
AHASSEF FLORIO

ARTICLES OF INCORPORATION OF MARIANA NS, INC.

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SECRETARY OF STATE

We, the undersigned, certify that we have associated ourselves together for the purpose of DA becoming a corporation for profit under the laws of the State of Florida, Florida Statutes, Chapter 607- Florida Business Corporation Act, providing for the formation, rights, privileges, and immunities of corporations for profit. We further declare that we have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I Name

The name of the corporation shall be MARIANA NS, INC. (hereinafter, the "Corporation").

ARTICLE II Nature of Business

The general nature of the business or businesses to be transacted by the Corporation shall be to engage in any activity or business permitted under the laws of the United States and the State of Florida. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the Corporation to carry on any business exercise or power, or do any act which a corporation may not, under Florida laws, lawfully carry on, exercise, or

ARTICLE III Capital Stock

- The total number of shares of capital stock authorized to be issued by the Corporation (the "Shares") shall consist of one class only and shall be comprised of 100,000 shares of common capital stock having a par value of \$.01 per share of which (i) 1,000 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one (1) vote with respect to all matters to be properly voted on by the stockholders of the Corporation, and (ii) 99,000 shares shall be designated non-voting shares (the "Non-Voting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each Non-Voting Share shall participate equally in all dividends paid by the Corporation and in the assets of the Corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.
- In the election of directors of the Corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE IV **Exercise of Powers**

All Corporation powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors. The Board of Directors shall have the power and authority to prescribe the consideration to be paid to the Corporation in exchange for the issuance and disposal of its capital stock.

ARTICLE V Bylaws

The original bylaws of the Corporation shall be made, prepared and adopted by the Corporation by a majority vote thereof. Thereafter, the bylaws made be amended, changed, repealed or enlarged by the Board of Directors by a majority vote of the directors present at any regular meeting of said Board or any special meeting called for such purpose. The Board of Directors shall have full power to specify the conditions upon which stock certificates shall be issued, and to replace lost or destroyed certificates by a new issue.

ARTICLE VI Directors

The Board of Directors shall consist of such number as from time to time may be determined by the stockholders and it shall have a minimum of one person. Directors of the Corporation are not required to be stockholders thereof. The name and address of the initial Directors of the Corporation are:

Name	<u>Address</u>	
Sidney S. Pittman	P.O. Box 421 Dade City, FL 33526	
Michael B. Massey	P.O. Box 1326 Dade City, FL 33526	
Andrew V. Pittman	P.O. Box 421 Dade City, FL 33526	
Julia M. Pittman	P.O. Box 421 Dade City, FL 33526	

ARTICLE VII Officers

The name and address of the Officers of the Corporation, who shall hold office for the first year of existence of the Corporation, or until their successors are elected and have qualified, are as follows:

Name	<u>Address</u>	<u>Title</u>
Sidney S. Pittman	P.O. Box 421 Dade City, FL 33526	President
Michael B. Massey	P.O. Box 1326 Dade City, FL 33526	Vice President
Andrew V. Pittman	P.O. Box 421 Dade City, FL 33526	Executive Vice President, Secretary
	RTICLE VIII	

The name and street address of the Incorporator to these Articles of Incorporation are:

Name Andrew V. Pittman Address 13750 5th St. Dade City, FL 33525

ARTICLE IX <u>Duration of Existence</u>

The Corporation shall have perpetual existence unless sooner dissolved according to law, and its existence shall commence upon filing.

ARTICLE X Address of Registered Office, Registered Agent and Principal Office

The initial mailing address of the Corporation shall be P.O. Box 65, Dade City, FL 33526. The initial principal office of the Corporation shall be 13750 5th St., Dade City, FL 33525. The initial registered agent of the Corporation shall be Andrew V. Pittman and the initial registered office shall be at 13750 5th St., Dade City, FL 33525. The Corporation may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

ARTICLE XI Indemnification of Directors and Officers

The Corporation hereby agrees to indemnify and hold harmless from any and all claims, suits, actions, liabilities, losses or judgments any Director or Officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigate (other than an action, suit or proceeding by or on behalf of the Corporation to procure a judgment in it favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as a Director or Officer of the Corporation or a Member, Director, Officer, employee or agent of any other company, partnership, limited liability company, joint venture, trust or other enterprise in which he served at the request of the Corporation, against costs, charges, judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees and costs reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, to the fullest extent permitted by Florida law and in accordance with the procedures specified by Florida law for determining the legality, applicability or appropriateness of such indemnification.

ARTICLE XII Meetings of the Stockholders and Directors

Meetings of the stockholders and directors, or either of them, may be held within or without the State of Florida, upon such call and notice as may be prescribed by the bylaws or by the Board of Directors.

ARTICLE XIII Interested Parties and Transactions

No contract or other transaction between the Corporation and any other corporation, limited liability company, partnership or other entity, whether or not a majority of the capital stock, membership interests or partnership interests of the same shall be owned by the Corporation, shall be affected or invalidated by reason of the fact that any one or more of the Board of Directors of the Corporation is or are interested in, or is a director, officer, member, manager or partner, of such other corporation, limited liability company, partnership or entity, and any director or directors, individually or jointly, may be party or parties to or may be interested in any contract or transaction of the Corporation or in which the Corporation is interested, and no contract, act or transaction of the Corporation with any person or persons, firm, limited liability company, partnership or corporation shall be affected or invalidated by the fact that any director or directors, officer or officers of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm, limited liability company, partnership or corporation, and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself, herself, or any firm, association, corporation, limited liability company, partnership or other entity in which he or she may be in anywise interested.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of May, 2014.

Andrew V. Pittman, Incorporator

CERTIFICATION OF INCORPORATOR

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Andrew V. Pittman, Incorporator

Dated: May 5, 2014

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Andrew V. Pittman, Incorporator

Dated: May 5, 2014

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