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(Business Entity Name)

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DEPARTMENT OF STATE  
14 SEP - 3 AM 11:21

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14 SEP - 3 AM 8:13  
SECURITY OF STATE  
MELANIE FLEPPIA



September 3, 2014

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

Re: Order #: 9262585 SO  
Customer Reference 1: 13450.2  
Customer Reference 2:

Dear Department of State, Florida :

Please obtain the following:

Cool Wraps, Inc. (FL)  
Incorporation  
Florida

Cool Wraps, Inc. (NC)  
Misc - Domestic Corporate Filing - Domestication  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092 .

Thank you very much for your help.

Sincerely,

Connie R Bryan  
Senior Fulfillment Specialist  
Connie.Bryan@wolterskluwer.com

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14 SEP -3 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**COOL WRAPS, INC.**

**CERTIFICATE OF DOMESTICATION**

The undersigned, for the purpose of domesticating a foreign corporation under and by virtue of the laws of the State of Florida, Florida Statutes, Section 607.1801, hereby certifies the following:

1. The date on which the corporation was first formed was March 6, 2014.
2. The jurisdiction where the corporation was first formed, incorporated, or otherwise came into being was North Carolina.
3. The name of the corporation immediately prior to filing this Certificate of Domestication was Cool Wraps, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to Florida Statutes, Sections 607.0202 and 607.0401 with this certificate is Cool Wraps, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of this Certificate of Domestication was Florida.
6. Attached hereto are Florida articles of incorporation to complete the domestication requirements pursuant to Florida Statutes, Section 607.1801.
7. I am the Chief Executive Officer of the corporation and am authorized to sign and have filed this Certificate of Domestication on behalf of the corporation.
8. The effective date for this Certificate of Domestication shall be the date of filing.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of August, 2014.



\_\_\_\_\_  
Gregory Pepin, Chief Executive Officer

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**COOL WRAPS, INC.**

**ARTICLES OF INCORPORATION**

The undersigned hereby submits these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of Florida, Florida Statutes, Section 607.0202.

1. The name of the corporation is Cool Wraps, Inc.
2. The corporation shall have authority to issue one million (1,000,000) shares of common stock, with no par value per share.
3. The street address, which is also the mailing address and county of the initial registered office of the corporation in the State of Florida is 416 Port Charlotte Drive, Ponte Vedra, St. Johns County, Florida 32081, and the name of its initial registered agent at such address Gregory Pepin.

Having been named as registered agent to accept service of process of for the above named corporation at the place designated above, I certify that I am familiar with and accept the responsibilities of registered agent.

  
\_\_\_\_\_  
Gregory Pepin, Registered Agent

4. The street address, which is also the mailing address and county of the principal office of the Corporation is 416 Port Charlotte Drive, Ponte Vedra, St. Johns County, Florida 32081.
5. The name and address of the incorporator is Gregory Pepin, 416 Port Charlotte Drive, Ponte Vedra, St. Johns County, Florida 32081.
6. The purpose for which the corporation is organized is to engage in any and all lawful business for which corporations may be organized under the laws of the State of Florida.
7. The number of directors constituting the initial board of directors shall be one (1), and the name and address of the person who is to serve as director until the first meeting of shareholders, or until his successor is elected and qualified, is:

Name  
Gregory Pepin

Address  
416 Port Charlotte Drive  
Ponte Vedra, Florida 32081

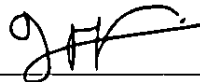
8. A director of the corporation shall not be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy to the extent provided for in Section 607.831 of the Florida Statutes. If the Florida Statutes are amended to authorize corporate action for further eliminating or limiting personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent

permitted by the Florida Statutes, as so amended. Any repeal or modification of the foregoing paragraph shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

9. To the extent permitted by the Florida Statutes, any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting and without prior notice, if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shareholders entitled to vote thereon were present and voted. A shareholder's consent to action taken without meeting may be by electronic mail or in any other electronic form and delivered by electronic means. Except as expressly set forth in these Articles, if shareholder approval is obtained by action without meeting for (i) an amendment to the corporation's articles of incorporation, (ii) a plan of merger or share exchange, (iii) a plan of conversion, (iv) the sale, lease, exchange or other disposition of all, or substantially all, of the corporation's property, or (v) a proposal for dissolution, the corporation shall not be required to give any shareholder notice of the proposed action at any time before the action is taken.

10. The effective date for this corporation shall be the date of filing.

**IN WITNESS WHEREOF**, I have hereunto set my hand this 29th day of August, 2014. I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided in Florida Statutes, Section 817.155. I understand the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.



\_\_\_\_\_  
Gregory Pepin, Incorporator

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TALLAHASSEE FLORIDA