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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: ELLNOR, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ <u>78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status \$ 8.75

D. Andrew Hunt, Esq.

Name (printed or typed)

Post Office Box 1260

Address

Lake Wales, FL 33859-1260

City, State & Zip

863/676-1423

Daytime Telephone Number

E-mail address: (to be used for future annual report notification)

## CERTIFICATE OF DOMESTICATION

The undersigned, ELLNOR M. DAHL, President,  
(Name) (Title)

of ELLNOR, INC. a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was May 20, 2013.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was The Commonwealth of Massachusetts.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was ELLNOR, INC..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is ELLNOR, 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 the Certificate of Domestication was The Commonwealth of Massachusetts.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of ELLNOR, INC.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 24<sup>th</sup> day of December, 2014.

  
(Authorized Signature)

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**ARTICLES OF INCORPORATION  
OF  
ELLNOR, INC.**

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The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be: **ELLNOR, INC.**

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 7500 shares and shall have a par value of \$0.01 per share. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

**ARTICLE V**

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof

or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

## ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

## ARTICLE VII

The number of directors of the corporation shall be fixed by the Bylaws of the corporation. The initial board of directors shall consist of two (2) directors whose name and address is as follows:

ELLNOR M. DAHL  
3515 Old Course Lane  
Valrico, FL 33596

CODY P. DAHL  
3515 Old Course Lane  
Valrico, FL 33596

## ARTICLE VIII

The initial registered agent of the corporation is: ELLNOR M. DAHL. The street address of the corporation's initial registered office is: 3515 Old Course Lane, Valrico, FL 33596.

## ARTICLE IX

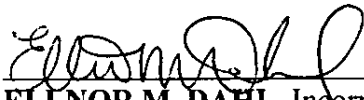
The principal place of business and mailing address of this corporation shall be: 3515 Old Course Lane, Valrico, FL 33596.

## ARTICLE X

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

ELLNOR M. DAHL  
3515 Old Course Lane  
Valrico, FL 33596

The undersigned incorporator has executed these Articles of Incorporation of ELLNOR, INC. this 24th day of December, 2014.

  
\_\_\_\_\_  
ELLNOR M. DAHL, Incorporator

### ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of ELLNOR, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 24 day of December, 2014.

  
\_\_\_\_\_  
ELLNOR M. DAHL, Registered Agent