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DIVISION OF CORPORATIONS  
15 JAN 22 PM 12:41

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## COVER LETTER

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

**SUBJECT:** Ivy Composites, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Maxwell L Minch c/o Gray Robinson PA

Name (Printed or typed)

720 SW 2nd Avenue, Suite 106

Address

Gainesville, FL 32601

City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

maxwell.minch@gray-robinson.com

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

**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
IVy Composites, Inc.**

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**ARTICLE I.**

The name of this corporation is IVy Composites, Inc. (hereinafter called the "Corporation").

**ARTICLE II.**

The principal office of the Corporation is located at:

1208 SW 1st Avenue  
Gainesville, FL 32601

The mailing address of the Corporation is:

747 SW 2nd Ave  
IMB#21, Suite 322,  
Gainesville, FL 32601

**ARTICLE III.**

The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of Florida.

**ARTICLE IV.**

This Corporation is authorized to issue twenty million (20,000,000) shares of Common Stock, without par value.

**ARTICLE V.**

The name and street address of the Corporation's initial registered agent is:

Maxwell L. Minch  
GrayRobinson, P.A.  
720 S.W. 2nd Avenue, Suite 106  
Gainesville, FL 32601

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## ARTICLE VI.

The name and street address of the incorporator of the Corporation is:

Maxwell L. Minch  
GrayRobinson, P.A.  
720 S.W. 2nd Avenue, Suite 106  
Gainesville, FL 32601

## ARTICLE VII.

The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the Corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the Corporation.

## ARTICLE VIII.

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation or the Bylaws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

## ARTICLE IX.

- A. To the fullest extent permitted by applicable law, as the same exists or as may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.
- B. The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director or officer of the Corporation or any predecessor of the Corporation, or serves or served at any other enterprise as a director or officer at the request of the Corporation or any predecessor to the Corporation.
- C. Neither any amendment nor repeal of this **Article IX** nor the adoption of any provision of the Corporation's Certificate of Incorporation inconsistent with this **Article IX**, shall eliminate or reduce the effect of this **Article IX** in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this **Article IX**, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

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**ARTICLE X.**

The Corporation reserves the right to amend or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon a stockholder herein are granted subject to this reservation.

**ARTICLE XI.**

The Effective date of the Corporation is January 16, 2015.

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**IN WITNESS WHEREOF**, this Certificate of Incorporation has been subscribed this 16th day of January, 2015, by the undersigned who affirms that the statements made hereto are true and correct.

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.

  
Maxwell L. Minch /Registered Agent

1/16/15  
Date

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.

  
Maxwell L. Minch/Incorporator

1/16/15  
Date

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