

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION
UGRIPS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
UGRIPS, INC.**

The undersigned acting as incorporator of this corporation pursuant to Chapter 607 of the Florida statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I- NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be UGRIPS, INC. The physical address of the corporation shall be 9868 Kilgore Road Orlando Florida 32836. The mailing address of the corporation shall be 9868 Kilgore Road Orlando Florida 32836.

ARTICLE II-TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III-NATURE OF BUSINESS

This corporation may engage or transact in any or lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV-CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this corporation in the state of Florida will be 884 S. Dillard Street Winter Garden, Florida 34787. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation is Asma & Asma, P.A., C. Nick Asma, Esquire. The Board of Directors may from time to time designate a new registered agent.

ARTICLE-VI-INITIAL OFFICERS AND BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be five.
- B. The number of Directors may be increased or diminished from time to time by the

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By-Laws adopted by the shareholders, but shall never be less than one.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until his or her successor is either elected or appointed and have qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Mikhail L. Novak	9868 Kilgore Road Orlando Florida 32836
Frank Viola, III	9868 Kilgore Road Orlando Florida 32836
Edward Russell	9868 Kilgore Road Orlando Florida 32836
James Cichoski	9868 Kilgore Road Orlando Florida 32836
Kathy Viola	9868 Kilgore Road Orlando Florida 32836

D. The names and addresses of the initial officers, who shall hold office for the first year of existence of this corporation or until his or her successor is either elected or appointed and have qualified, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Mikhail L. Novak	9868 Kilgore Road Orlando, Florida 32836	President
Frank Viola, III	9868 Kilgore Road Orlando, Florida 32836	CEO
Edward Russell	9868 Kilgore Road Orlando, Florida 32836	CFO
James Cichoski	9868 Kilgore Road Orlando, Florida 32836	COO
Tom Costanza	9868 Kilgore Road Orlando Florida 32836	Vice President
Kathy Viola	9868 Kilgore Road Orlando, Florida 32836	Secretary

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ARTICLE VII-INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
C. Nick Asma, Esq.	884 South Dillard Street Winter Garden, Florida 34787

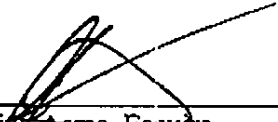
ARTICLE VIII-AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX-INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at 884 South Dillard Street, Winter Garden, Florida 34787, this 6th day of AUGUST, 2015.



C. Nick Asma, Esquire

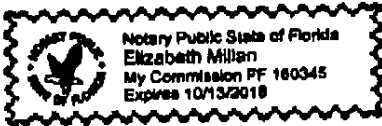
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STATE OF FLORIDA
COUNTY OF ORANGE

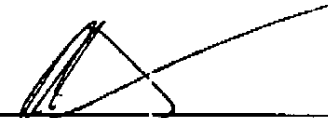
BEFORE ME, the undersigned authority, personally appeared C. Nick Asma known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State aforesaid this 6 day of August, 2015.



Elizabeth Millan
Notary Public
Print Name Elizabeth Millan
My commission Expires:

Having been named as Registered Agent for the above stated Corporation and to accept service of process at the place designated in these 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 as provided for in Florida Statutes



Asma & Asma P.A.
C. Nick Asma, Esquire

Date: 8/6/15

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