

May 12, 2016 3:00 PM
Division of Corporations

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

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05-13-16

**ARTICLES OF INCORPORATION
OF
VEI II, INC.**

ARTICLE I - NAME

The name of the corporation is: **VEI II, INC.** (the "Corporation").

ARTICLE II - ADDRESS

The principal office address of the Corporation is 1311 Oaklanding Lane, Fleming Island, Florida 32003 and the mailing address of the Corporation is P.O. Box 8660, Fleming Island, Florida 32006.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any time is One Thousand (1,000) shares of common stock, no par value.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1311 Oaklanding Lane, Fleming Island, Florida 32003 and the name of its initial registered agent at such address is David M. Vernon.

ARTICLE V - BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation shall be four (4), and the name, address and title of each person who is to serve as a member thereof is:

- | | | |
|-------|---|-----------------------|
| (i) | Amanda J. Vernon
1311 Oaklanding Lane
Fleming Island, Florida 32003 | Title: President |
| (ii) | Suzanne S. Emling
11721 Bennettwood Place
Zionsville, Indiana 46077 | Title: Vice President |
| (iii) | Joseph L. Emling
11721 Bennettwood Place
Zionsville, Indiana 46077 | Title: Treasurer |
| (iv) | David M. Vernon
1311 Oaklanding Lane
Fleming Island, Florida 32003 | Title: Secretary |

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ARTICLE VI - INCORPORATOR

The name and address of the sole Incorporator of the Corporation is David M. Vernon, 1311 Oaklanding Lane, Fleming Island, Florida 32003.

ARTICLE VII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10 day of April, 2016.


David M. Vernon, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

VEI II, Inc.

2. The name and address of the registered agent and office are:

**David M. Vernon
1311 Oaklanding Lane
Fleming Island, Florida 32003**

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

DATED: April 10, 2016



David M. Vernon
Registered Agent