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#### FLORIDA PROFIT/NON PROFIT CORPORATION NUVUE, INC.

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#### **ARTICLES OF INCORPORATION**

OF

#### NUVUE, INC.

The undersigned hereby associate themselves to form a corporation under the provisions of Chapter 607 of the Florida Statutes, and for these purposes they adopt the following Articles of Incorporation.

## ARTICLE I CORPORATE NAME AND DURATION

- 1. The name of the corporation shall be Nuvue, Inc., by which name it may sue and be sued, contract and be contracted with, and employ a corporate seal. Nuvue, Inc. may hereinafter be referred to as the "Corporation."
- 2. The corporate existence of this Corporation shall begin on the date the certificate of incorporation is issued by the Secretary of State of Florida and shall continue perpetually thereafter unless dissolved as provided by law.
- 3. The principal office and place of business of the corporation shall be located at 2675 Gulf of Mexico Drive, Longboat Key, FL 34228, although the corporation may maintain offices elsewhere.

# ARTICLE II PURPOSE

The purpose of the Corporation is any and all lawful business.

### ARTICLE III SHARES

The number of shares the Corporation is authorized to issue is 1,000.

# ARTICLE IV BOARD OF DIRECTORS/OFFICERS

The initial officers and directors of the corporation shall be Frank Marino and Mirabai Holland.

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### ARTICLE V AMENDMENTS TO ARTICLES

These Articles of Incorporation can be amended by the Board of Directors at the regular annual meeting or at a special meeting called for that purpose or at a special meeting of the Board called for that purpose. Such action shall be effective upon filing same with the Secretary of State of the State of Florida, or as otherwise provided by law.

## ARTICLE VI INDEMNIFICATION OF DIRECTORS AND OFFICERS

Every person who is or has been a Director or Officer of this Corporation shall be indemnified and held harmless by the Corporation from and against all costs and expenses which may be imposed upon or reasonably incurred by him/her in connection with or arising out of any claim, action, suit or proceeding in which he/she may be involved by reason of his/her's being or having been a Director or Officer of this Corporation whether or not he/she continues to be a Director or Officer of this Corporation at the time such costs and expenses are imposed or incurred. As used herein, the term "costs and expenses" shall include, but shall not be limited to, attorney fees and amounts of judgments against and amounts paid to the Corporation itself. However, no such Director or Officer shall be so indemnified with respect to, any matter as to which such Director or Officer shall be finally adjudged to be liable for actual misconduct in the performance of his/her's duties as a Director or Officer. The Corporation may settle any litigation against a Director or Officer if the costs of such settlement will not substantially exceed the estimated costs of defending such claim, action, suit or proceeding to a final conclusion. The foregoing rights of Indemnification shall not be exclusive of other rights to which any such Director or Officer may be entitled as a matter of law.

#### ARTICLE VII INCORPORATOR

The name of the incorporator is Frank Marino. The address of the incorporator is:

2675 Gulf of Mexico Drive
Longboat Key, FL
34228

IN WITNESS WHEREOF, witness our hands this 17th day of 0 c to 200 000

Frank Marino, Incorporator

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#### REGISTERED AGENT ACCEPTANCE

In compliance with Sections 48.091 and 607.0202, Florida Statutes, the following is submitted:

FIRST that NUVUE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 4549 Ashton Road, Sarasota, FL 34233, has named Blalock Walters, P.A. located at 802 11<sup>th</sup> Street W., Bradenton, FL 34205, as its agent to accept service of process within Florida.

Dated October 17, 2016.

Frank Marino, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

-Monathan D. Fleece, Esq., President.

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