

P170000001137

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H17000003964 3)))



H170000039643ABC

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:  
Division of Corporations  
Fax Number : (850) 617-6381

From:  
Account Name : SHUTTS & BOWEN LLP (ORLANDO)  
Account Number : I20030000004  
Phone : (407) 835-6769  
Fax Number : (407) 843-4076

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please

Email Address: corpmail@shutts.com

2017 JAN -5 AM 9:49  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION  
RED TORPEDO USA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu Corporate Filing Menu

V HERRING  
Help JAN - 6 2017

(((H17000003964 3)))

2017 JAN -5 AM 9:49

**ARTICLES OF INCORPORATION  
OF  
RED TORPEDO USA, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation is **RED TORPEDO USA, INC.**, and its principal place of business and mailing address is 100 West Livingston Street, Orlando, Florida 32801.

**ARTICLE II**

**Existence of Corporation**

This corporation shall begin existence on the date of filing of these Articles with the Secretary of State, Division of Corporations for the State of Florida and shall have perpetual existence.

**ARTICLE III**

**Purposes**

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV**

**Authorized Shares of Capital Stock**

The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares of common stock having a par value of \$.01 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation each of the said shares of common stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election. All or any part of said common stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All common stock when issued shall be paid for and shall be non-assessable.

**ARTICLE V**

**Initial Officers and/or Directors**

The initial Officers and/or Directors of the Corporation are as follows, each of whom shall serve until their resignation or removal in accordance with the Bylaws and applicable law:

(((H17000003964 3)))

**Name and Address****Title**

William Gordon  
100 West Livingston Street  
Orlando, Florida 32801

President/Director

Kenneth Money  
100 West Livingston Street  
Orlando, Florida 32801

Vice President – Operations

**ARTICLE VI**  
**Registered Office and Registered Agent**

The street address of the corporation's initial registered office is 100 West Livingston Street, Orlando, Florida 32801, and the name of the corporation's registered agent is Eric Forward. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

**ARTICLE VI**  
**Indemnification**

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

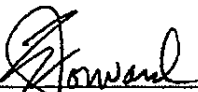
**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator of this corporation is as follows: Eric Forward, 100 West Livingston Street, Orlando, Florida 32801.

**ARTICLE VIII**  
**Amendment of Articles of Incorporation**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of January, 2017.

  
Eric Forward, Incorporator

(((H17000003964 3)))

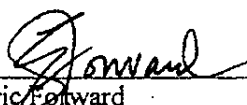
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA AND  
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted: **RED TORPEDO USA, INC.** (the "Corporation"), desiring to organize as a domestic corporation under the laws of the State of Florida has named and designated Eric Forward, as its Registered Agent to accept service of process within the State of Florida with a registered office located at 100 West Livingston Street, Orlando, Florida 32801.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 4th day of January, 2017.

  
Eric Forward

FILED  
2017 JAN -5 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(((H17000003964 3)))