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JORDAN G. LEE
PARTNER
Shutts & Bowen LLP
4301 W. Boy Scout Boulevard
Suite 300
Tampa, Florida 33607
DIRECT (813) 227-8183
FAX (813) 227-8283
EMAIL jlee@shutts.com

December 21, 2016

FEDERAL EXPRESS

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Sawyer Products, Inc.

Document Number: F01000006582

Dear Sir/Madam:

Enclosed are the following documents for filing in connection with the domestication of Sawyer Products, Inc., an Illinois corporation which is currently registered in Florida as a foreign corporation under the above-referenced document number:

- 1. Certificate of Domestication; and
- 2. Articles of Incorporation.

Also enclosed are checks totaling \$128.75 for the filing fee for the Certificate of Domestication (\$50.00), the Articles of Incorporation (\$70.00) and a Certificate of Status (\$8.75).

Sincerely,

Shutts & Bowen LLP

Jordan G. Lee

Enclosures



FLORIDA DEPARTMENT OF STATE Division of Corporations

January 4, 2017

JORDAN G. LEE 4301 W BOY SCOUT BLVD STE 300 TAMPA, FL 33607

SUBJECT: SAWYER PRODUCTS, INC.

Ref. Number: W1700000243

We have received your document for SAWYER PRODUCTS, INC. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are requesting is unavailable, since it has been previously requested by another individual and the document was returned to the individual for corrections and has not yet been resubmitted.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Letter Number: 717A00000075

Jessica A Fason Regulatory Specialist II

www.sunbiz.org

CERTIFICATE OF DOMESTICATION FOR SAWYER PRODUCTS, INC.

16 DEC 27 PM L

Pursuant to and in accordance with Section 607.1801 of the Florida Statutes; KURF E. AVERY, as President of SAWYER PRODUCTS, INC., an Illinois corporation (the "Corporation"), hereby certifies the following:

- 1. The Corporation was first incorporated on September 4, 2001.
- 2. The Corporation was first incorporated in the State of Illinois.
- 3. Immediately prior to the filing of this Certificate of Domestication (this "Certificate"), the Corporation's name was "SAWYER PRODUCTS, INC."
- 4. The name of the Corporation set forth in the Florida Articles of Incorporation filed simultaneously with this Certificate, pursuant to Sections 607.0202 and 607.0401 of the Florida Statutes, is "SAWYER PRODUCTS, INC."
- 5. Immediately prior to the filing of this Certificate, the jurisdiction that constituted the seat, siege social, or principal place of business, or central administration of the Corporation, or any other equivalent thereto under applicable law, was the State of Illinois.
- 6. The Florida Articles of Incorporation for the Corporation are enclosed and filed simultaneously with this Certificate to complete the domestication requirements pursuant to Sections 607.1801, 607.0120, and 607.0202 of the Florida Statutes.
- I, KURT E. AVERY, as the President of the Corporation, am authorized to sign this Certificate on the Corporation's behalf, and I have done so on this /8 day of December, 2016.

Kurt E. Avery, President

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ARTICLES OF INCORPORATION

OF

SAWYER PRODUCTS, INC.

These Articles of Incorporation (these "Articles") are hereby made and acknowledged by the undersigned, to be filed with the Department of State, Division of Corporations, State of Florida, for the purpose of forming a for profit corporation in accordance with the laws of the State of Florida.

ARTICLE I NAME AND ADDRESS

- (a) The corporation's name shall be "SAWYER PRODUCTS, INC." (the "Corporation").
- (b) The Corporation's mailing address and the street address of its initial principal office shall both be: 605 7th Avenue North, Safety Harbor, Florida 34695.

ARTICLE II TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE III PURPOSE

The purpose for which the Corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act; such purposes shall include, without limitation, engaging in any manufacturing and mercantile businesses, owning property, and obtaining loans secured by such property.

ARTICLE IV CAPITAL STOCK

- (a) Authorized Capital Stock. The Corporation shall have a single class of common stock at all times. The Corporation is authorized to have a maximum of One Thousand (1,000) shares of common stock outstanding at any time, which outstanding common stock shall consist of a maximum of:
- (i) One Hundred (100) shares of voting stock, with a par value of one dollar (\$1.00) per share (the "Voting Stock"); and
- (ii) Nine Hundred (900) shares of non-voting stock, with a par value of one dollar (\$1.00) per share (the "Non-Voting Stock").
- (b) Each share of Voting Stock shall be entitled to one vote on all matters upon which shareholders have the right to vote, and all holders of shares of common stock, whether of Voting Stock or Non-Voting Stock (collectively, the "common stock"), shall be identical with

each other in every respect other than voting rights. Each share of common stock shall be entitled to participate equally in such dividends as may be declared by the Board of Directors (the "Board") out of funds legally available therefor, and to participate equally in all distributions of assets upon liquidation.

ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is: 605 7th Avenue North, Safety Harbor, Florida 34695. The Corporation's initial registered agent at that address is: KURT E. AVERY.

ARTICLE VI DIRECTORS AND OFFICERS

- (a) The Corporation's initial directors are KURT E. AVERY and BARBARA AVERY
 - **(b)** The Corporation's initial officers are as follows:

KURT E. AVERY BARBARA AVERY BARBARA AVERY - President and Chairman of the Board

- Secretary

- Treasurer

ARTICLE VII AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles, or in any amendment hereto, or to add any provision to these Articles, or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles, or any amendment hereto, are granted subject to this reservation.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator of the Corporation is as follows:

KURT E. AVERY 605 7th Avenue North Safety Harbor, Florida 34695

I, as the undersigned Incorporator, have executed these Articles on this 18th day of December, 2016.

^

Kurt E. Avery, Incorporator

CERTIFICATE OF ACCEPTANCE

Having been named registered agent, to accept service of process for the above stated Corporation at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity. I am familiar with, and accept, the obligations provided for in Sections 607.0501 and 607.0505 of the Florida Statutes.

Kurt E. Avery, Registered Agent

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