

12/22/2017

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
UBREAKIFIX HOLDINGS CO**

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**ARTICLES OF INCORPORATION  
OF  
UBREAKIFIX HOLDINGS CO**

The undersigned, acting as Incorporator of uBreakiFix Holdings Co under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation shall be:

**UBREAKIFIX HOLDINGS CO**

**ARTICLE II. PRINCIPAL OFFICE**

The principal street address and mailing address is:

200 South Orange Avenue, Suite 200  
Orlando, FL 32801

**ARTICLE III. PURPOSE**

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV. SHARES**

The aggregate number of shares of stock that the corporation is authorized to issue is ten thousand (10,000) shares of common stock, \$.01 par value. Five thousand (5,000) shares of such common stock are designated as Class A voting common stock ("Class A Shares") and five thousand (5,000) shares of such common stock are designated as Class B non-voting common stock ("Class B Shares"). Except as provided below or as otherwise required by applicable law, all Class A Shares and Class B Shares shall be identical in all respects and shall entitle the holder thereof to the same preferences, limitations, and relative rights:

(a) Voting Rights. Except as otherwise provided in this Article IV or as otherwise required by law, (i) Holders of Class A Shares shall be entitled to one (1) vote per Class A Share on all matters to be voted on by the shareholders of the corporation and (ii) holders of Class B Shares shall have no right to vote on any matter to be voted on by the shareholders of the corporation.

(b) Dividends. As and when dividends are declared or paid thereon, whether in cash, property, or securities of the corporation, the holders of Class A Shares and the holders of Class B Shares shall be entitled to participate in such dividends ratably on a per share basis; provided, that if dividends are declared which are payable in Class A Shares or Class B Shares, then dividends shall be declared which are payable at the same rate on each such class of

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common stock and the dividends payable in Class A Shares shall be payable to holders of Class A Shares and dividends payable in Class B Shares shall be payable to holders of Class B Shares.

(c) Liquidation. The holders of Class A Shares and Class B Shares shall be entitled to participate ratably on a per share basis in all distributions to the holders of common stock in any liquidation, dissolution, or winding up of the corporation.

(d) Stock Splits. If the corporation in any manner subdivides or combines the outstanding shares of one class of common stock, the outstanding shares of the other class of common stock shall be proportionately subdivided or combined in a similar manner.

(e) Consideration. The consideration to be paid for each share shall be fixed by the shareholders of the corporation and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Justin M. Wetherill	200 South Orange Avenue, Suite 200 Orlando, FL 32801
David J. Reiff	200 South Orange Avenue, Suite 200 Orlando, FL 32801
Edward Trujillo	200 South Orange Avenue, Suite 200 Orlando, FL 32801

ARTICLE VI. REGISTERED AGENT

The name and Florida street address of the registered agent is:

Min Cho  
200 South Orange Avenue, Suite 200  
Orlando, FL 32801

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is:

Brian P. Hanafin  
200 South Orange Avenue, Suite 2600  
Orlando, FL 32801

The Incorporator of the corporation assigns to this corporation its rights under Section 607.0201, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the board of directors any rights the Incorporator may have as Incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. EFFECTIVE DATE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the shareholders of the corporation.

ARTICLE X. AMENDMENTS

These Articles may be amended by the unanimous approval or consent of the shareholders of the corporation.

I submit this document and affirm the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
Brian Hanafin, Incorporator

Date: December 22, 2017

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT**

Having been named as registered agent to accept service of process for uBreakiFix Holdings Co at 200 S. Orange Avenue, Suite 200, City of Orlando, County of Orange, State of Florida 32801, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
MIN CHO

Date: December 22, 2017