

**P18000009228**

Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**WTB Holdings 3, Inc.**

Certificate of Status		0
Certified Copy		1
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**Jan 23, 2018 08:00 AM**  
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**ARTICLES OF INCORPORATION  
OF  
WTB HOLDINGS 3, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**ARTICLE I.**  
**NAME**

Section 1.1 **Name.** The name of the corporation is WTB Holdings 3, Inc.

**ARTICLE II.**  
**DURATION**

Section 2.1 **Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III.**  
**PURPOSES**

Section 3.1 **Purposes.** This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV.**  
**CAPITAL STOCK**

Section 4.1 **Authorized Capital.** The maximum number of shares of stock, which this corporation is authorized to have outstanding at any one time, is 1,000 shares of common stock having a par value of \$0.001 per share. The corporation shall be authorized to issue fractional shares of the corporation's common stock.

Section 4.2 **Corporate Liquidation and Dissolution.** In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive, ratably based on their ownership of such common stock, distributions of the remaining assets of the corporation (or the proceeds from the liquidation thereof).

Section 4.3 **Cumulative Voting.** Cumulative voting shall not be permitted.

Section 4.4 **Restrictions on Transfer of Stock.** The shareholders may, by Bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

Section 4.5 Approval of Shareholders Required for Merger or Acquisition. Any plan of merger, or consolidation, or acquisition of this corporation, shall require the approval of the shareholders voting a majority of shares in every case, whether or not such approval is required by law.

**ARTICLE V.  
DIRECTORS**

Section 5.1 Number. This corporation shall have at least one Director. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

Section 5.2 Initial Directors. The names and the street addresses of the first board of directors of the corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Richard Wise	2111 Ellicott Drive Tallahassee, Florida 32308
John B. Thomas, III	1428 Manor House Drive Tallahassee, Florida 32312

Section 5.3 Compensation. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its member for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

Section 5.4 Indemnification. The Board of Directors is hereby specifically authorized to make provisions for indemnification of Directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE VI.  
REGISTERED AGENT**

Section 6.1 Registered Agent. The name and Florida street address of the registered agent is:

CT Corporation System  
1200 South Pine Island Road  
Broward County  
Plantation, Florida 33324

ARTICLE VII.  
BYLAWS

Section 7.1 Bylaws. The Board of Directors shall adopt the initial Bylaws of this corporation. After initial adoption, bylaws may be adopted, altered, amended, or repealed from time to time by the shareholders.

ARTICLE VIII.  
INCORPORATOR

Section 8.1 Name and Address. The name and address of the incorporator of this corporation is:

Henry Cleland  
King & Spalding LLP  
1180 Peachtree Street, N.E.  
Atlanta, Georgia 30309

ARTICLE IX.  
AMENDMENT

Section 9.1 Amendment. The shareholders reserve the right to amend or repeal any provision contained in these Articles of Incorporation.

ARTICLE X.  
PRINCIPAL OFFICE AND MAILING ADDRESS

Section 10.1 Principal Office. The principal office address and mailing address of the corporation shall be 501 North Duval Street, Tallahassee, Florida 32301.

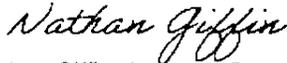
IN WITNESS WHEREOF, the incorporator has executed these Articles the 23<sup>rd</sup> day of January, 2018.



Henry Cleland, Sole Incorporator

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

C T CORPORATION SYSTEM



By: Nathan Giffin, Assistant Secretary

Required Signature/Registered Agent

01/23/2018

Date

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**Jan 23, 2018 08:00 AM**  
**Secretary of State**

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2018-01-26 09:43:45 CST

12122023573 From: Kimberly Laughrey

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1/25/2018 9:46:55 AM PAGE 1/001 Fax Server



January 25, 2018

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: WTB HOLDINGS 3, INC.  
REF: W18000007705

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain both the street address of the principal office and the mailing address of the entity.

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