

5/29/2018

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Florida Department of State  
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF  
CORPORATIONS  
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REGISTRATION SERVICES

**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**True House Holdings, Inc.**

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION  
OF  
TRUE HOUSE HOLDINGS, 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 AND PLACE OF BUSINESS**

Section 1.1 Name and Place of Business. The name of this corporation is **TRUE HOUSE HOLDINGS, INC.** with its principal place of business at 4745 Sutton Park Ct., #501 Jacksonville, FL 32224.

**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 State of Florida within five (5) 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 transaction 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 100,000 shares of voting common stock having a par value of \$.01 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Pre-emptive Rights. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this

corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty (30) days of receiving said notice from the corporation.

Section 4.4 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

#### ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 2215 S. Third Street, Suite 101, Jacksonville Beach, FL 32250, and the name of the initial registered agent of this corporation at that address is Randall D. Briley.

#### ARTICLE VI DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one (1), or more than two (2).

Section 6.2 Initial Directors. The name and street address of the members of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Oliver L. Dixon	4745 Sutton Park Ct., #501 Jacksonville, FL 32224
J. Rebecca Harrison	4745 Sutton Park Ct., #501 Jacksonville, FL 32224
Barry E. Dixon	4745 Sutton Park Ct., #501 Jacksonville, FL 32224

Section 6.3 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

## **ARTICLE VII BYLAWS**

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the Shareholders if the Shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

## **ARTICLE VIII INCORPORATION**

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

Name

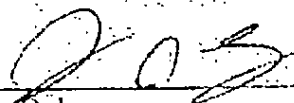
James O. Lang

Address

101 E. Kennedy Blvd.  
Suite 1900  
Tampa, Florida 33602

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IN WITNESS WHEREOF, the incorporator has executed these Articles this 29<sup>th</sup> day of  
May, 2018.

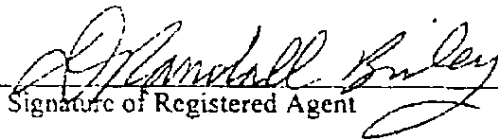
  
James O. Lang

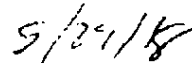
5/29/2018  
Date

**REGISTERED AGENT'S**

**ACCEPTANCE OF APPOINTMENT**

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 for True House Holdings, Inc., a Florida corporation, and agree to act in this capacity.

  
Signature of Registered Agent

  
Date

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**