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MELISSA R. CASANUEVA JASON M. DEPAOLA CURTIS D. HAMLIN * # MARY R. HAWK+ TIMOTHY A. KNOWLES GREGORY I. PORGES +-BRYONY G. SWIFT

OF COUNSEL: ALAN H. PRATHER**



PORGES, HAMLIN, KNOWLES & HAWK, P.A.

October 9, 2018

Via Certified Mail

OFFICE ADDRESS
1205 MANATEE AVENUE WEST
BRADENTON, FL 34205
TEL: (941) 748-3770
FAX: (941) 746-4160
www.phkhlaw.com

*BOARD CERTIFIED REAL ESTATE LAWYER

*BOARD CERTIFIED IN CONDOMINIUM
AND PLANNED LAND DEVELOPMENT LAW

*BOARD CERTIFIED IN CITY, COUNTY AND
LOCAL GOVERNMENT LAW

*FLORIDA SUPREME COURT CERTIFIED
CIRCUIT CIVIL, MEDIATOR
CERTIFIED ARBITRATOR
ALSO ADMITTED IN GEORGIA

*-ALSO ADMITTED IN NEW YORK

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

En-Vision America, Inc.

Certificate of Domestication and Articles of Incorporation

OFN: 12758-02

Dear Sir or Madam:

Enclosed please find the fully-executed Certificate of Domestication and the Articles of Incorporation for the above-referenced for-profit corporation in order to domesticate the corporation in Florida. Enclosed with the Certificate/Articles is a check for \$128.75 to provide payment for the filing fee.

Please process the filing of the Certificate/Articles as soon as possible. If you have any questions, please do not hesitate to call me at 941.748.3770. Thank you.

Sincerely

Jason M. DePaola Firm Principal

Email: imd@phkhlaw.com

JMD:jms

Enclosures (3)

cc:

Philip C. Raistrick (w/ Encls.(3))

David B. Raistrick (w/ Encls (3))

CERTIFICATE OF DOMESTICATION

The undersigned, <u>Philip C. Raistrick</u>, <u>President and CEO</u> of <u>EN-VISION AMERICA, INC.</u>, a foreign corporation, in accordance with § 607.1801, <u>Florida Statutes</u>, does hereby certify:

- 1. The date on which the Corporation was first formed was July 24, 1996.
- The jurisdiction where the above-named Corporation was first formed, incorporated, or otherwise came into being was <u>ILLINOIS</u>.
- 3. The name of the Corporation (alternate name in Florida) immediately prior to the filing of this Certificate of Domestication was <u>EVA LABS</u>, <u>INC</u>. # Flog-380⊋
- 4. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to §§ 607.0202 and 607.0401, Florida Statutes, with this Certificate is:

EN-VISION AMERICA, INC.

- 5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was FLORIDA.
- 6. Attached are the Florida Articles of Incorporation to complete the domestication requirements pursuant to § 607.1801, Florida Statutes.

I am <u>PHILIP C. RAISTRICK</u>, <u>President and CEO</u> of <u>EN-VISION AMERICA</u>, <u>INC.</u>, and I am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this the 8th day of October, 2018.

Authorized Signature:

PHILIP C. RAISTRICK, President and CEO

2018 OCT 17 AH 6: 03
SECRETALLE STANDARD

ARTICLES OF INCORPORATION OF EN-VISION AMERICA, INC.

ARTICLE I. NAME

The name of this Corporation shall be EN-VISION AMERICA, INC.

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address and principal place of business of the Corporation is 825 4th Street West, Palmetto, Florida 34221.

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this Corporation's existence shall be at the time of signing of these Articles of Incorporation. This Corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V. CAPITAL STOCK

This Corporation shall have the authority to issue Twenty Thousand (20,000) shares of One Dollar (\$1.00) par value common capital stock.

<u>ARTICLE VI. INDEMNIFICATION</u>

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

Jason M. DePaola, Esquire (FL Bar No. 0180040) Porges, Hamlin, Knowles & Hawk, P.A. 1205 Manatee Avenue West Bradenton, Florida, 34205 941.748.3770

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this Corporation's initial registered office shall be: 1205 Manatee Avenue West, Bradenton, Florida 34205. The name of the individual who shall serve as this Corporation's initial registered agent at that address is: <u>Jason M. DePaola, Esquire</u>.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this Corporation's sole incorporator is: <u>Jason M. DePaola</u> at 1205 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE IX. PREEMPTIVE RIGHTS

Each shareholder of the Corporation 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 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 preempted within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

ARTICLE X. AMENDMENT OF ARTICLES

The power to adopt, alter, amend, or repeal the Articles Of Incorporation of this Corporation shall be vested in the shareholders by a majority vote of such shareholders.

ARTICLE XI. DIRECTORS

The initial Directors (and their addresses) of the Corporation are as follows:

Philip C. Raistrick 825 4th Street West Palmetto, Florida 34221 David B. Raistrick 825 4th Street West Palmetto, Florida 34221

ARTICLE XII. OFFICERS

The initial Officers (and their addresses) of the Corporation ares as follows:

Philip C. Raistrick

President/CEO

825 4th Street West

Palmetto, Florida 34221

David B. Raistrick

Vice-President/Secretary/Treasurer

825 4th Street West

Palmetto, Florida 34221

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 8th

day of October, 2018.

Jason M. DePaola, Incorporator

STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 8th day of October, 2018, by Jason M. DePaola, designated above as the individual who shall serve as this Corporation's sole incorporator, who is personally known to me and who did not take an oath.

JOYCE M. STERNER
MY COMMISSION # GG 021330
EXPIRES: September 20, 2020
Bonded Thru Notary Public Underwriters

JOYCE M. STERNER

Printed, Typed, or Stamped Name of Notary Public

My Commission Expires: (affix Notary seal)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of EN-VISION AMERICA, INC., which is contained in the foregoing Articles of Incorporation. Pursuant to §607.0501(3), Florida Statutes, I hereby state I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said Corporation.

DATED this 8th day of October, 2018.

Jason M. DePaola, Registered Agent

STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 8th day of October, 2018, by Jason M. DePaola, designated above as the individual who shall serve as this Corporation's Registered Agent, who is personally known to me and who did not take an oath.

JOYCE M. STERNER
MY COMMISSION # GG 021330
EXPIRES: September 20, 2020
Bonded Thru Notary Public Unidorwriters

My Commission Expires: (affix Notary seal)

Notary Public, State of Florida

JOYCE M. STERNER

Printed, Typed, or Stamped Name of Notary Public