

DEC/11/2018

14:53

FAX No.

P. 001

Division of Corporations

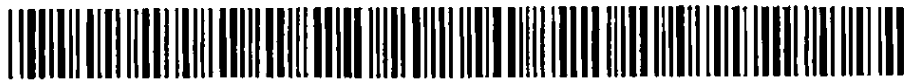
Page 1 of 2

**P18 000 100137**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H18000351673 3)))



H180003516733ABC1

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : UNISEARCH, INC.  
Account Number : I20150000103  
Phone : (612) 219-4300  
Fax Number : (651) 666-2789

C RICO

DEC 11 2018

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Ceres Global, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

18 DEC 11 AM 2:14  
DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE

**ARTICLES OF INCORPORATION  
OF  
CERES GLOBAL, INC.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be Ceres Global, Inc. (the "Corporation").

**ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is 6968 Professional Parkway East, Sarasota, FL 34240.

**ARTICLE III: PURPOSE**

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

**ARTICLE IV: SHARES**

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is One Hundred Thousand (100,000), all of which shall be common stock with a par value of \$1.00 per share.

**ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 6968 Professional Parkway East, Sarasota FL 34240. The name of the initial registered agent of the Corporation at that office is Tia Laurie.

**ARTICLE VI: INCORPORATOR**

The name and street address of the Corporation's incorporator is:

Julie A. Taylor  
Fredrikson & Byron P.A.  
200 So. 6<sup>th</sup> Street, Suite 4000  
Minneapolis, MN 55402:

18 DEC 11 PM 2:11  
RECEIVED  
CLERK OF SUPERIOR COURT  
STATE OF FLORIDA

**ARTICLE VII: INDEMNIFICATION OF DIRECTORS AND OFFICERS**

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article VII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

**ARTICLE VIII: EFFECTIVE DATE AND TIME**

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

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

By:   
Required Signature/Registered Agent  
Name: Tia Laurie

12/11/18  
Date

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

  
\_\_\_\_\_  
Required Signature/Incorporator  
Name: Julie A. Taylor

12/11/2018  
Date