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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : CAPITOL SERVICES, INC.
Account Number : I20160000017
Phone : (855) 498-5500
Fax Number : (800) 432-3622

SECRETARY OF STATE
TALLAHASSEE, FL

2020 JUL -6 PM 12:34

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

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**FLORIDA PROFIT/NON PROFIT CORPORATION
C LABEL HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION**OF****C LABEL HOLDINGS, INC.**

The undersigned, a natural person (the "Sole Incorporator"), for the purpose of organizing a corporation to conduct the business and promote the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Florida hereby certifies that:

I.

The name of this corporation is C Label Holdings, Inc.

II.

The address of the principal office of the corporation is 2102 East Lake Mary Boulevard, Sanford, Florida 32773.

III.

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under Florida law.

IV.

A. This corporation is authorized to issue two classes of stock to be designated, respectively, "Class A Voting Stock" and "Class B Non-Voting Stock." The total number of shares which the corporation is authorized to issue is Ten Thousand (10,000). One Hundred (100) shares shall be Common Stock, each having a par value of one-tenth of one cent (\$0.001). Nine Thousand Nine Hundred (9,900) shares shall be Class B Non-Voting Stock, each having a par value of one-tenth of one cent (\$0.001).

B. At every meeting of the shareholders, every holder of Class A Voting Common Stock shall be entitled to one (1) vote for each share of Class A Voting Common Stock held of record on each matter submitted to a vote of all shareholders of the Corporation entitled to vote on the matter. Cumulative voting shall not be permitted. The holders of a majority of the outstanding Class A Voting Common Stock shares entitled to vote at the meeting, present in person or by proxy, shall constitute a quorum. Unless otherwise required by law, or pursuant to any written agreement among the shareholders of the Corporation, if a quorum is present, the affirmative vote of a majority of the Class A Voting Common Stock shares voting on a matter shall constitute shareholder approval. The holders of Class B Non-Voting Common Stock shall not be entitled to vote in any proceeding or upon any matter or question at any meeting of the shareholders unless such right to vote is required by law. In all respects except for the limitation

on voting set forth in this paragraph, the holder of a share of Class A Voting Common Stock and the holder of a Class B Non-Voting Common Stock shall enjoy the same rights and privileges.

V.

A. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The stockholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; provided, however, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Certificate of Incorporation, the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class, shall be required to adopt, amend or repeal any provision of the Bylaws of the corporation.

VI.

The address of the registered office of the corporation in the State of Delaware is 515 East Park Avenue, 2nd Floor, Tallahassee, Florida 32301, and the name of the registered agent of the corporation in the State of Florida at such address is Capitol Corporate Services Inc.

VII.

The name and the mailing address of the Sole Incorporator is as follows:

Trevor D. Wind, Esq.
200 S. 10th Street, Suite 1600
Richmond, Virginia 23219

VIII.

A. The liability of the directors for monetary damages shall be eliminated to the fullest extent under applicable law. If Florida law is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by Florida law, as so amended.


B. Any repeal or modification of this Article VIII shall be prospective and shall not affect the rights under this Article VIII in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

IX.


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The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

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.

 Kim Tadlock, Asst. Sec.
on behalf of Capitol
Corporate Services, Inc. July 6, 2020
REGISTERED AGENT

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

 July 6, 2020
TREVOR D. WIND, ESQ.
Sole Incorporator

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DEPARTMENT OF STATE
TALLAHASSEE, FL