

# P20000085527

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900354474259

11/03/20--01020--010 \*\*78.75

RECEIVED  
2020 NOV -3 PM 2:48

FILED  
2020 NOV -3 AM 8:05  
SECRETARY OF STATE  
TALLAHASSEE, FL

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

VaxCare Legacy Holdings, Inc.

Signature \_\_\_\_\_

Requested by: Seth

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

FILED

2020 NOV -3 AM 8: 05

**ARTICLES OF INCORPORATION**

**OF**

**VAXCARE LEGACY HOLDINGS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FL

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation ("Articles") to form a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

The name of this Corporation shall be:

VaxCare Legacy Holdings, Inc. (the "Corporation").

**ARTICLE II**

The purpose for which this Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

**ARTICLE III**

The address of the principal office and mailing address of the office of the Corporation is 3113 Lawton Road, Suite 250, Orlando, Florida 32803 .

**ARTICLE IV**

A. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is two hundred fifty-five thousand (255,000) shares of common stock having no par value, of which one hundred twenty-five thousand (125,000) shares are designated Voting Common Stock and one hundred thirty thousand (130,000) shares are designated Non-Voting Common Stock.

B. Except with respect to the differences in voting rights between the shares of Voting Common Stock and Non-Voting Common Stock, the Voting Common Stock and the Non-Voting Common Stock shall be identical in all respects and shall have equal capital rights, preferences, limitations and privileges.

**ARTICLE V**

The street address of the Corporation's registered office is 417 E. Virginia St., Suite 1, Tallahassee, Florida 32301, and the name of the initial registered agent of the Corporation at that address is Your Capital Connection, Inc.

## **ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time by the Board of Directors. The Board of Directors shall be Jon Mazzoli, John Crabtree, Casey B. DeLoach, and David B. DeLoach.

## **ARTICLE VII**

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

## **ARTICLE VIII**

The name and street address of the incorporator signing these Articles is:

Name

Street Address

Casey B. DeLoach

3113 Lawton Road, Suite 250  
Orlando, Florida 32803

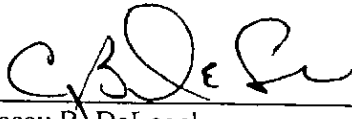
## **ARTICLE IX**

The effective date for these Articles shall be **October 30, 2020**.

[SIGNATURE PAGE TO FOLLOW]

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of incorporation  
as of the 2nd day of November 2020.

VAXCARE LEGACY HOLDINGS, INC.

By:   
Casey B. DeLoach

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of VaxCare Legacy Holdings, Inc.

Your Capital Connection, Inc.

/S/ Seth Neeley

---

Seth Neeley signing as authorized representative of  
Your Capital Connection, Inc.

2020 NOV -3 AM 8: 05  
SECRETARY OF STATE  
TALLAHASSEE, FL

FILED