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

From: Account Name : NASON, YEAGER, GERSON, WHITE & LIOU, P.A.  
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Email Address: Bmann@nassonylage.com

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Mark Three HoldCo, Inc.**

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## Corporate Filing Menu

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**ARTICLES OF INCORPORATION  
OF  
MARK THREE HOLDCO, INC.**

**Article I – Name**

The name of this corporation is MARK THREE HOLDCO, INC. (the “Corporation”).

**Article II - Principal and Mailing Address**

The mailing address and principal address of the Corporation is:

14000 NW 58 Court  
Miami Lakes, FL 33014

**Article III - Commencement**

The Corporation shall commence on the date of execution and acknowledgement of these Articles of Incorporation.

**Article IV – Duration**

The Corporation shall exist perpetually, unless sooner dissolved according to law.

**Article V - Purpose**

The Corporation is organized for the purpose of transacting any or all lawful business.

**Article VI - Capital Stock**

The maximum number of shares of capital stock which the Corporation is authorized to issue is 10,000 shares of common stock at \$.001 par value.

**Article VII - Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 3001 PGA Boulevard, Suite 305, Palm Beach Gardens, FL 33410, and the name of the initial registered agent at that address is Gary N. Gerson.

#### **Article VIII - Initial Board of Directors**

The Corporation shall have a Board of Directors (the "Board") consisting of between one and three directors. The exact number shall be established from time to time by the resolution of the Board and may be either increased or diminished from time to time as provided in the bylaws.

#### **Article IX - Incorporator**

The name and address of the person signing these articles is:

Gary N. Gerson  
3001 PGA Boulevard, Suite 305  
Palm Beach Gardens, FL 33410

#### **Article X - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board and the shareholders.

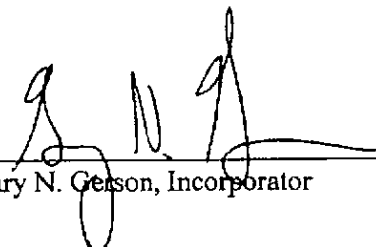
#### **Article XI - Indemnification**

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the Corporation shall indemnify its officers and directors and former officers and directors (the "Indemnitee(s)") against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the Corporation. Notwithstanding the indemnification provided for by this Article XI, the Corporation's bylaws, or any written agreement, such indemnity shall not include any expenses, liabilities or losses incurred by such Indemnitee(s) relating to or arising from any proceeding in which the Corporation asserts a direct claim (as opposed to a shareholders' derivative action) against the Indemnitee(s), whether such claim by the Corporation is termed a complaint, counterclaim, crossclaim, third-party complaint or otherwise.

#### **Article XII - Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

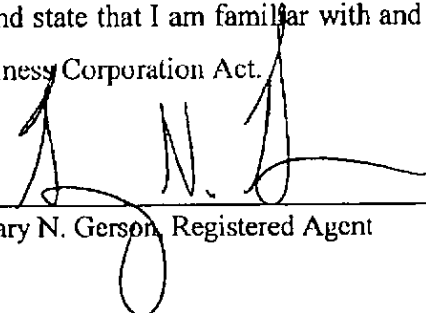
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8 day of December, 2020.

  
\_\_\_\_\_  
Gary N. Gerson, Incorporator

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as Registered Agent of Mark Three HoldCo, Inc. contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Dated: December 8, 2020

  
\_\_\_\_\_  
Gary N. Gerson, Registered Agent

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