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☐ PICK-UP

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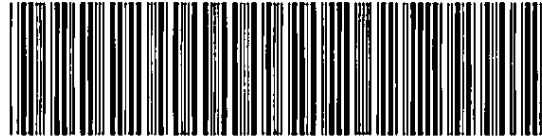
(Business Entity Name)

(Document Number)

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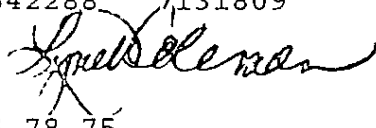
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2020 DEC 21 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FL

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 542288 7131809

AUTHORIZATION :



COST LIMIT : \$ 78.75

ORDER DATE : December 8, 2020

ORDER TIME : 10:22 AM

ORDER NO. : 542288-010

CUSTOMER NO: 7131809

DOMESTIC FILING

NAME: SOUTHERN SLAY CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jason Welch - EXT. 62048

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 18, 2020

CSC

SUBJECT: SOUTHERN SLAY CORP
Ref. Number: W20000144618

We have received your document for SOUTHERN SLAY CORP and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan
Regulatory Specialist III

Letter Number: 020A00025724

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**CERTIFICATE OF INCORPORATION
OF
SOUTHERN SLAY CORP.**

SECRETARY OF STATE
TALLAHASSEE, FL

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of Chapter 607 or 621 of the Florida Business Corporation Act., does hereby certify as follows:

ARTICLE I

The name of the Corporation is **SOUTHERN SLAY CORP.** (the "Corporation").

ARTICLE II

The registered office of the Corporation in the State of Delaware is located at 1201 Hays Street, Tallahassee, FL 32301. The name of the Corporation's registered agent in the State of Florida at such address is Corporation Service Company. The principal place of business address of the corporation is c/o Reed Smith LLP, 599 Lexington Avenue, New York, New York 10022.

ARTICLE III

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

ARTICLE IV

The total number of shares of stock which the Corporation shall have authority to issue is one thousand (1,000) shares of Common Stock, with a par value of \$0.001 per share.

ARTICLE V

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors, the number of members of which shall be set forth in the Bylaws of the Corporation. Election of directors need not be by ballot unless the Bylaws of the Corporation shall so provide.

ARTICLE VI

In furtherance and not in limitation of the power conferred upon the Board of Directors by law, the Board of Directors shall have power to make, adopt, alter, amend and repeal, from time to time, the Bylaws of the Corporation, subject to the right of the stockholders entitled to vote with respect thereto to alter and repeal Bylaws made by the Directors.

ARTICLE VII

The incorporator of the Corporation is Raquel Mehlman, whose mailing address is c/o Reed Smith LLP, 599 Lexington Avenue, New York, New York 10022. The powers of the incorporator shall terminate upon election of directors.

ARTICLE VIII

Personal Liability of Directors.

1. To the fullest extent that the laws of the State of Florida, as the same exist or may hereafter be amended, permit elimination of the personal liability of directors, no director of this Corporation shall be personally liable to this Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

2. The provisions of this Article shall be deemed to be a contract with each director of this Corporation who serves as such at any time while this Article is in effect, and each such director shall be deemed to be serving as such in reliance on the provisions of this Article. Any amendment or repeal of this Article or adoption of any Bylaw of this Corporation or other provision of the Certificate of Incorporation of this Corporation which has the effect of increasing director liability shall operate prospectively only and shall not affect any action taken, or any failure to act, by a director of this Corporation prior to such amendment, repeal, Bylaw or other provision becoming effective.


ARTICLE IX

The Corporation shall indemnify directors and officers of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of December, 2020.


Raquel Mehlman, Incorporator

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

Required Signature/Registered Agent: 
Date: 12/21/2020

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SECRETARY OF STATE
TALLAHASSEE, FL