

1/7/2021

**P210000001679**

Division of Corporations

**Florida Department of State**

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Borrelly Holdings, Inc.**

Certificate of Status	0
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Page Count	07
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\*\*\*HONOR ORIGINAL DATE 01-08-2021\*\*\*

**ARTICLES OF INCORPORATION**  
**OF**  
**BORRELLY HOLDINGS, INC.**

The undersigned, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is Borrelly Holdings, Inc. (the "Corporation").

**SECOND:** The period of the Corporation's duration is perpetual.

**THIRD:** The street address of the Corporation's principal office is 25 Bougainvillea Drive, Cocoa Beach, FL 32931.

**FOURTH:** The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**FIFTH:** The Corporation shall have the authority to issue Ten Thousand (10,000) shares of stock, without par value, divided into Five Thousand (5,000) shares of Class A Common Stock and Five Thousand (5,000) shares of Class B Common Stock. A description of each class of stock, with its preferences and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, is as follow:

**CLASS A COMMON STOCK.** Except as otherwise expressly provided herein or as required by law, holders of the Class A Common Stock, to the exclusion of the holders of the Class B Common Stock, shall have the exclusive right to vote in all proceedings in which action shall be taken by the stockholders of the Corporation. Each share of Class A Common Stock shall entitled the holder thereof to one (1) vote in all proceedings in which action shall be taken by the stockholders of the Corporation.

**CLASS B COMMON STOCK.** Except as otherwise provided herein or as required by law, the holders of the Class B Common Stock shall not be entitled to vote under any circumstances or in connection with any action taken by the stockholders of the Corporation and shall not be entitled to notice of any meetings of the stockholders of the Corporation. In all other respects, the Class A Common Stock and Class B Common Stock shall be identical.

**SIXTH:** The regulations of the internal affairs of the Corporation shall be contained in the Corporation's Bylaws.

**SEVENTH:** The street address of the Corporation's initial registered office is 1200 South Pine Island Road, Plantation, FL 33324, and the name of the Corporation's initial registered agent at that address is CT Corporation System.

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**EIGHTH:** A director of the Corporation shall not be monetarily liable for any amount in any proceeding brought by or in the right of the Corporation or brought by or on behalf of the stockholders of the Corporation.

**NINTH:** The number of directors constituting the initial Board of Directors of the Corporation is three (3), who shall serve until the first annual meeting of stockholders or until their successors are elected and qualified, whose names and addresses are:

<u>Name</u>	<u>Address</u>
Kerry Wisnosky	10520 Oaklyn Drive Potomac, MD 20854
Brian McKee	606 Parkside Place Indian Harbor Beach, FL 32927
Susan Hall	25 Bougainvillea Drive Cocoa Beach, FL 32931

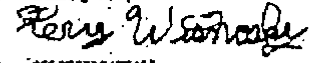
**TENTH:** The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Kerry Wisnosky	10520 Oaklyn Drive Potomac, MD 20854

**ELEVENTH:** The Corporation shall indemnify its directors and advance their expenses to the fullest extent permitted by Florida law, as it may be amended or modified from time to time. This Article is meant to create vested rights, enforceable by each person who serves on the Corporation's board of directors and his or her successors in interest, that cannot be affected adversely by (a) the person ceasing to be a director or (b) this provision being amended or repealed after the acts or omissions giving rise to the claim for which indemnity or advancement of expenses is sought.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, and acknowledges the same to be his act.

Date: January 7, 2021

Declassified by:  
  
Kerry Wisnosky, Incorporator.

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for Borrelly Holdings, Inc., at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 8 day of January, 2021.

REGISTERED AGENT:

Kathleen B. White, Asst. Secretary

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