

4/21/2021

**P21 000035786**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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## To:

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

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Account Number : I20000000195  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
RYMAX HOLDCO, INC.**

Certificate of Status	0
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Corporate Filing Menu

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**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

**ARTICLE I: NAME**

The name of the corporation shall be: **RYMAX HOLDCO, INC.**

**ARTICLE II: PRINCIPAL OFFICE**

Principal Street Address:  
3890 Pembroke Road  
Hollywood, Florida 33021

Mailing Address, if different:

**ARTICLE III: PURPOSE**

The corporation is formed for the purpose of carrying on any lawful business or engaging in any activities within the purposes for which corporations may be organized under the State of Florida.

**ARTICLE IV: SHARES**

The number of shares of stock which the corporation shall have authority to issue is:  
**One Million (1,000,000) shares, \$0.01 par value per share, itemized by classes, par value of shares, and series, if any within a class is:**

Class	Series (if any)	Number of Shares	Par value per share
Class A Common Stock	N/A	100,000	\$0.01 Par Value Per Share
Class B Common Stock	N/A	900,000	\$0.01 Par Value Per Share

The relative rights, preferences and limitations of the shares of each class are as follows:

All shares of Class A Common Stock and Class B Common Stock will be identical and will entitle the holders thereof to the same rights and privileges, except that the shares of the Class B Common Stock shall have no voting rights on any matters submitted to a vote of the stockholders of the Corporation.

The Corporation reserves the right to make any amendment of the charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in the charter, of any shares of outstanding stock.

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The Board of Directors of the Corporation may authorize the issuance, from time to time, of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

The Board of Directors of the Corporation may, by filing articles of amendment, classify or reclassify any issued stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the Corporation's stock.

#### ARTICLE V: INITIAL DIRECTOR

The number of directors constituting the current board of directors is: **One (1)**

The name and address of the initial director is as follows:

<u>Name:</u>	<u>Address:</u>
Marc B. Farbstein	c/o Rymax Holdco, Inc. 3890 Pembroke Road Hollywood, Florida 33021

#### ARTICLE VI: REGISTERED AGENT

The name and Florida street address of the registered agent is:

<u>Name:</u>	<u>Address:</u>
Marc B. Farbstein	c/o Rymax Holdco, Inc. 3890 Pembroke Road Hollywood, Florida 33021

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## ARTICLE VII: INCORPORATOR

The name and address of the Incorporator is:

Name:

Peter M. Laughlin

Address:

McElroy, Deutsch, Mulvaney &amp; Carpenter LLP

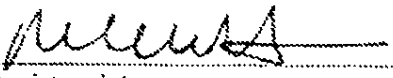
Attn: Peter M. Laughlin

1300 Mount Kemble Avenue

P.O. Box 2075

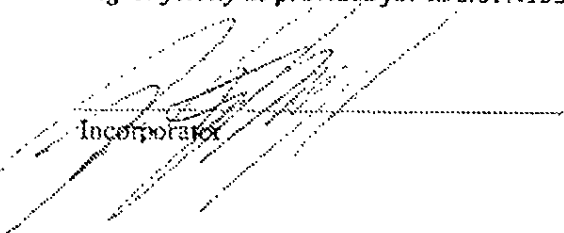
Morristown, NJ 07962

*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.*

  
Registered Agent

4/21/2021  
Date

*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.*

  
Incorporator

4/21/2021  
Date