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FLORIDA PROFIT/NON PROFIT CORPORATION Clocks and Mortar, Inc.

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#### ARTICLES OF INCORPORATION

**OF** 

#### CLOCKS AND MORTAR, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

### ARTICLE ONE NAME

The name of the corporation is CLOCKS AND MORTAR, INC.

# ARTICLE TWO DURATION

The term of duration of the corporation is perpetual.

# ARTICLE THREE PURPOSE

The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this state.

#### ARTICLE FOUR STOCK

The aggregate number of shares which the corporation has authority to issue is 100,000, all of which shall be common shares with a par value of \$1.00. Transfer of shares shall be restricted as set forth within By-Laws and/or Shareholders Agreement of the Company.

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### ARTICLE FIVE REGISTERED OFFICE

The street address of the initial registered office of the corporation is 12525 Walsingham Road, Largo, Fl 33774, and the name of the initial registered agent at such address is Paul J. Burns.

### ARTICLE SIX PRINCIPAL OFFICE

The street address of the principal office is 7901 4<sup>th</sup> Street N, Suite 300, St. Petersburg, Fl 33702, and the mailing address of the corporation is 7901 4<sup>th</sup> Street N, Suite 4000, St. Petersburg, Fl 33702.

### ARTICLE SEVEN DIRECTORS

The board of directors of the corporation shall consist of three (3) members and may be changed from time to time in accordance with the By-laws of the corporation.

## ARTICLE EIGHT INCORPORATORS

The name and address of the incorporator is Paul J. Burns, 12525 Walsingham Road, Largo, Florida 33774.

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# ARTICLE NINE INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

# ARTICLE TEN COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this ZZ day of October, 2021.

PAUL J. BURNS INCORPORATOR 100126 - 본전 나

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me in my physical presence this 22th. day of October, 2021, by Paul J. Burns, who is personally known to me or who has produced a Florida Drivers license as identification.

(Seal)



Notary Public

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### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of the Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

- 1. The name of the corporation is **CLOCKS AND MORTAR, INC.**
- 2. The name and address of the registered agent and office is Paul J. Burns of 12525 Walsingham Road, Largo, Fl 33774.

PAUL J. BURNS, Authorized Agent/Incorporator

Date: October 20, 2021

#### **ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby 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 obligations of my position as registered agent.

DATED this 22 day of October, 2021.

PAUL J. BURNS

Registered Agent