

3/23/22, 2:11 PM

Division of Corporations

**220001076843**

Florida Department of State  
Division of Corporations  
Electronically Filed

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H22000107684 3)))



H220001076843ABC/

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

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

From:

Account Name : BUCHANAN INGERSOLL & ROONEY PC - TAMPA OFFICE  
Account Number : I19990000148  
Phone : (813)769-7692  
Fax Number : (813)223-6121

RECEIVED

2022 MAR 23 PM 3:10

DIVISION OF CORPORATIONS  
ELECTRONIC COMMERCIAL  
SERVICES

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION****Shop Systems, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

T. SCOTT

MAR 24 2022

22 MAR 23 PM 12:43

Electronic Filing Menu

Corporate Filing Menu

Help

Fax Audit No. H22000107684 3

**ARTICLES OF INCORPORATION  
OF  
SHOP SYSTEMS, INC.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be Shop Systems, Inc. (the "Corporation").

**ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 1311 NW Abernethy Road, Portland, Oregon 97229.

**ARTICLE III: PURPOSE**

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

**ARTICLE IV: SHARES**

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 1,000, all of which shall be common stock with a par value of \$0.01 per share.

**ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324. The name of the initial registered agent of the Corporation at that office is CT Corporation System.

**ARTICLE VI: INCORPORATOR**

The name and street address of the Corporation's incorporator is Richard A. Jacobson, Esq., Buchanan Ingersoll & Rooney, PC, 401 E. Jackson Street, Suite 2400, Tampa, Florida 33602.

Fax Audit No. H22000107684 3

**ARTICLE VII: INDEMNIFICATION OF DIRECTORS AND OFFICERS**

The Corporation shall indemnify, advance expenses and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal or modification of this Article VII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

**ARTICLE VIII: EFFECTIVE DATE**

The effective date of these Articles of Incorporation shall be the date of filing.

[SIGNATURE NEXT PAGE]

Fax Audit No. H22000107684 3

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 23rd day of March, 2022.

/s/ Richard A. Jacobson

Name: Richard A. Jacobson, Esq.

Title: Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for Shop Systems, 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 23rd day of March, 2022.

REGISTERED AGENT:

CT CORPORATION SYSTEM

By: Meredith Hellwig

Meredith Hellwig, Assistant Secretary