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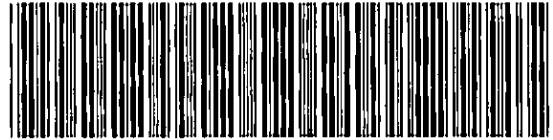
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Account#: 120000000088

Date: 03/25/2022

Name: Chris Vick

Reference #: 1628258

Entity Name: CFSF SELLER CORP.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other \_\_\_\_\_

Authorized Amount: \$70.00

Signature: 

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**ARTICLES OF INCORPORATION  
OF  
CFSF SELLER CORP.**

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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 CFSF Seller Corp. (the "Corporation").

**ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is 6190 N. Davis Highway, Pensacola, Florida 32504.

**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 three hundred (300), all of which shall be common stock with a par value of \$0.01 per share. Each outstanding share of common stock shall confer to the holder thereof identical rights to current distributions and distributions on liquidation and dissolution.

**ARTICLE V: CUMULATIVE VOTING**

All shareholders are entitled to cumulate their votes for directors pursuant to Section 607.0728(3) of the FBCA.

**ARTICLE VI: INITIAL DIRECTORS AND OFFICERS**

The initial board of directors of the Corporation shall consist of three (3) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the individuals who will serve on the initial board of directors are:

George T. McKnight, M.D., 6190 N. Davis Highway, Suite 7, Pensacola, Florida 32504

Robert C. Harbour, M.D., 6190 N. Davis Highway, Suite 7, Pensacola, Florida 32504

Clinton L. Fletcher, M.D., 6190 N. Davis Highway, Suite 7, Pensacola, Florida 32504

## **ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 6190 N. Davis Highway, Suite 7, Pensacola, Florida 32504. The name of the initial registered agent of the Corporation at that office is George T. McKnight, M.D.

## **ARTICLE VIII: INCORPORATOR**

The name and street address of the Corporation's incorporator is:

George T. McKnight, M.D., 6190 N. Davis Highway, Suite 7, Pensacola, Florida 32504

## **ARTICLE IX: 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 they, or a person for whom they are 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 X 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 XI: S ELECTION**

Notwithstanding any provision to the contrary, if the Corporation has in effect an election to be taxed as an S Corporation under section 1361 of the Internal Revenue Code of 1986, as amended (an "S Corporation"), no transfer of shares of common stock shall be permitted, and the Corporation shall not recognize any transfer or issuance of shares of stock, to any person who has not first delivered to the Corporation a certificate that the ownership of shares of common stock to the transferee or recipient will not adversely affect the Corporation's S Corporation election, together with any written consent to continue the Corporation's S Corporation election. The Corporation shall not recognize any transfer or issuance any shares of common stock that, in the opinion of its counsel, could reasonably be expected to disqualify the Corporation as an S Corporation.

## **ARTICLE X: EFFECTIVE DATE AND TIME**

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

*[Signature Page Follows]*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

George T. McKnight  
George T. McKnight, M.D.

March 25, 2022  
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

George T. McKnight  
George T. McKnight, M.D.

March 25, 2022  
Date

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