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FLORIDA PROFIT/NON PROFIT CORPORATION
DEEP BLUE CLOUD COMPUTING INC.

Table with 2 columns: Item and Value. Rows include Certificate of Status (0), Certified Copy (0), Page Count (04), and Estimated Charge (\$70.00).

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**ARTICLES OF INCORPORATION OF  
DEEP BLUE CLOUD COMPUTING INC.**

The undersigned hereby forms a for profit corporation under Chapter 607 of the Florida Statutes, and, for these purposes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation is DEEP BLUE CLOUD COMPUTING INC. ("Corporation").

**ARTICLE II - ADDRESS**

The address of the corporation is P.O. Box 171, 101425 Overseas Highway, Suite 171, Key Largo, Florida 33037.

**ARTICLE III - EXISTENCE AND DURATION**

The Corporation was incorporated on the date these Articles of Incorporation of the Corporation ("Articles of Incorporation") were filed with Department of State of the State of Florida. The duration of the Corporation shall be in perpetuity

**ARTICLE IV - PURPOSES**

This Corporation is incorporated to do any and all acts and things, and exercise any and all powers which now or hereafter are lawful for a for profit Corporation to do or exercise under and pursuant to the laws of the State of Florida.

**ARTICLE V - POWERS**

The Corporation shall have all the powers granted to for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is incorporated. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto.

**ARTICLE VI - COMMON STOCK**

The Corporation is authorized to issue up to 1,500 shares of common stock.

**ARTICLE VII - BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a board of directors of the Corporation ("Board of Directors"). The number of persons constituting the Board of Directors shall be two (2); *provided, however*, that the number of directors of the Corporation ("Directors") may expand as provided for in the Bylaws of the Corporation ("Bylaws"), but shall never be less than one (1). The initial Directors are:

Brian Storch

Benjamin Tosado

**ARTICLE VIII - OFFICERS**

The affairs of the Corporation shall be managed on a day-to-day basis by officers appointed by a majority vote of the Board of Directors. The officers of the Corporation shall consist of a president, secretary, and treasurer. Such other officers and assistant officers and agents (including, but not limited to, assistant secretaries and assistant treasurers) as may be deemed necessary may be appointed by the Board of Directors from time to time.

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**ARTICLE IX - BYLAWS**

The Bylaws shall be approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Board of Directors at the annual meeting of the Board or at a duly called meeting of the Board in accordance with the Bylaws.

**ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any director or officer of the Corporation who was, 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 ("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, limited liability company, joint venture, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) reasonably incurred by such director or officer. Notwithstanding the preceding sentence, except for claims for indemnification (following the final disposition of such Proceeding) or advancement of expenses not paid in full, the Corporation shall be required to indemnify a director or officer in connection with a Proceeding (or part thereof) commenced by such director or officer only if the commencement of such Proceeding (or part thereof) by such director or officer was authorized in the specific case by the Board of Directors. 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 - REGISTERED AGENT**

The name of the registered agent is Corporation Service Company located at 1201 Hays Street, Tallahassee, Florida 32301.

**ARTICLE XII - INCORPORATOR**

The name of the incorporator is Kevin M. Levy located at Gray Robinson, P.A., 333 S.E. 2<sup>nd</sup> Avenue, Suite 3200, Miami, Florida 33131.

**ARTICLE XIII - AMENDMENTS TO THE ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 25<sup>th</sup> day of August, 2022.



Kevin M. Levy, incorporator

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**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

The undersigned, having been named as Registered Agent to accept service of process for DEEP BLUE CLOUD COMPUTING INC. ("Corporation") at the place designated in the foregoing Articles of Incorporation, hereby accepts this appointment as such Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as the Registered Agent for the Corporation. The undersigned further certifies that the undersigned is familiar with and accepts the obligations of such position as Registered Agent.

Corporation Service Company

By: Tasha Cooper

Name: Tasha Cooper

Title: Asst. V.P.

Date: August 25, 2022

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