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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION  
DATA BRAINS HOLDINGS, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
DATA BRAINS HOLDINGS, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

**Article I  
Name**

The name of this corporation shall be: DATA BRAINS HOLDINGS, INC.

**Article II  
Principal Office**

The principal place of business of this corporation shall be:

13241 BARTRAM PARK BOULEVARD, SUITE 1409  
JACKSONVILLE, FL 32258

**Article III  
Mailing Address**

The mailing address of this corporation shall be:

13241 BARTRAM PARK BOULEVARD, SUITE 1409  
JACKSONVILLE, FL 32258

**Article IV  
Capital Stock**

4.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock.

4.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

**Article V  
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this corporation are:

Murphy & Ellis, PLLC  
121 W. Forsyth Street, Suite 800  
Jacksonville, FL 32202

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**Article VI**  
**Incorporator**

The name and street address of the incorporator of this corporation are:

LEONARD P. VITELLO, JR.  
13241 BARTRAM PARK BOULEVARD, SUITE 1409  
JACKSONVILLE, FL 32258

**Article VII**  
**Effective Date; Duration**

7.1. Effective Date. Corporate existence shall commence on the date these Articles are executed.

7.2. Duration. This corporation shall exist perpetually.

**Article VIII**  
**Purposes**

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

**Article IX**  
**Directors**

9.1. Number of Directors. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than one.

9.2. Initial Director. The name and street address of the initial directors of this corporation are:

LEONARD P. VITELLO, JR.  
13241 BARTRAM PARK BOULEVARD,  
SUITE 1409  
JACKSONVILLE, FL 32258

TINA J. VITELLO  
13241 BARTRAM PARK BOULEVARD,  
SUITE 1409  
JACKSONVILLE, FL 32258

9.3. Election. The directors shall be elected for the term and by the method stated in this corporation's bylaws.

9.4. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its board members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve this corporation in any other capacity and receive compensation therefor in any form.

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9.5. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**Article X**  
**Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**Article XI**  
**Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

The incorporator affirms the facts stated in this document are true as of the 16  
March, 2023

  
LEONARD P. VITELLO, JR., Incorporator

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

DATA BRAINS HOLDINGS, INC., desiring to organize or qualify under the laws of the State of Florida, hereby designates Murphy & Ellis, PLLC, as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 121 W. Forsyth Street, Suite 800, Jacksonville, FL 32202

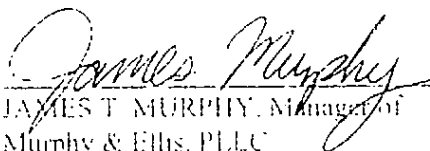
DATED this 13<sup>th</sup> day of March, 2023



LEONARD P. VITELLO, JR., Incorporator

Having been named as registered agent to accept service of process for the above state corporation, at the place designated in this certificate, Murphy & Ellis, PLLC hereby accepts the appointment as registered agent and agrees to act in this capacity. Murphy & Ellis, PLLC further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Murphy & Ellis, PLLC is familiar with and accepts the obligations of its position as registered agent.

DATED this 13 day of March, 2023



JAMES T. MURPHY, Manager of  
Murphy & Ellis, PLLC  
Registered Agent

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