

Florida Department of State
 Division of Corporations
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**FLORIDA PROFIT/NON PROFIT CORPORATION
 OLD SPORT COMPANY, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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 TALLAHASSEE, FL
 FLORIDA DEPARTMENT OF STATE

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**ARTICLES OF INCORPORATION
OF
OLD SPORT COMPANY, 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.

1. Name of Corporation. The name of the corporation is Old Sport Company, Inc. ("Corporation").

2. Principal Office. The street and mailing address of the initial principal office of the Corporation is 602 Shetter Ave. Suite 16, Jacksonville Beach, Florida, 32250.

3. Registered Office - Registered Agent. The street address of the initial registered office of the Corporation is One Independent Drive, Suite 1400, Jacksonville, FL 32202. The name of the initial registered agent of the Corporation at that office is: Jimerson Birr, P.A.

4. 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.

5. Shares. The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 1000 divided into classes as follows:

- (a) 860 shares of Class A Shares. The Class A Shares shall be voting stock. The holders of the Class A Shares shall be entitled to cast (1) vote per share of Class A Shares on all matters coming before a vote of the stockholders.
- (b) 140 shares of Class B Shares. The Class B Shares shall be non-voting stock, and the holders of Class B Shares shall not be entitled to receive notice of or attend meetings of the stockholders, or cast votes on matters coming before a vote of the stockholders, except as required by applicable law.

6. Board of Directors. The initial board of directors of the Corporation shall consist of two (2) 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:

<u>NAME</u>	<u>ADDRESS</u>
Cameron Shouppe	602 Shetter Ave. Suite 16, Jacksonville Beach, Florida, 32250
Sean Shapiro	602 Shetter Ave. Suite 16, Jacksonville Beach, Florida, 32250

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7. Incorporators. The name and street address of the Corporation's incorporation is Joseph R. Luna, One Independent Drive, Suite 1400, Jacksonville, FL 32202

8. Duration. The Corporation shall exist in perpetuity from the date of the filing of the Articles of Incorporation.

9. Indemnification. 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 LX 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.

10. Effective Date. 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.

11. Amendment. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors of the Corporation is expressly authorized to make, alter and repeal the Bylaws of the Corporation.

12. Severability. If any provision of these Articles of Incorporation is declared by a court of competent jurisdiction to be invalid, unenforceable or contrary to applicable law, the remainder of these Articles of Incorporation shall be enforceable in accordance with its terms.

13. Governing Law. These Articles of Incorporation and the internal affairs of the Corporation shall be governed by and interpreted under the laws of the State of Florida, excluding its conflict of laws principles. Unless the Corporation consents in writing to the selection of an alternative forum, the Circuit Court for Duval County (or the appropriate Florida federal court) shall be the sole and exclusive forum for (i) any derivative action or proceeding brought on behalf of the Corporation, (ii) any action asserting a claim of breach of a fiduciary duty owed by any director or officer (or affiliate of any of the foregoing) of the Corporation to the Corporation or the Corporation's shareholders, (iii) any action asserting a claim arising pursuant to any provision of the Florida Statutes or the Corporation's Articles of Incorporation or Bylaws, or (iv) any other action asserting a claim arising under, in connection with, and governed by the internal affairs doctrine.

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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.

Joseph Lura
Required Signature/Registered Agent

March 14, 2023
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.

Joseph Lura
Required Signature/Incorporator

March 14, 2023
Date

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