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Division of Corporations

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From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP  
Account Number : 075500004387  
Phone : (813)229-7600  
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4/4/23

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FLORIDA PROFIT/NON PROFIT CORPORATION

~~USA.SUPPLY, INC.~~ → USA.SUPPLY GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION**  
**OF**  
**USA.SUPPLY GROUP, INC.**

The undersigned, for the purpose of forming a corporation (hereinafter referred to as the "Corporation"), under the provisions of Chapter 607 of the Florida Statutes, commonly known as the Florida Business Corporation Act (the "FBCA"), hereby agrees to the following:

**ARTICLE I**  
**NAME**

The name of the Corporation shall be "USA.SUPPLY GROUP, INC."

**ARTICLE II**  
**PRINCIPAL OFFICE**

The initial principal office and mailing address of the Corporation shall be 6448 Parkland Drive, Sarasota, FL 34243.

**ARTICLE III**  
**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV**  
**PURPOSE AND POWERS**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

**ARTICLE V**  
**CAPITAL STOCK**

The authorized capital stock of the Corporation shall be one thousand (1,000) shares of voting common stock having no par value (the "Shares"). The Shares have unlimited voting rights and are entitled to receive the net assets of the Corporation upon dissolution.

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## **ARTICLE VI INITIAL DIRECTORS**

The name and address of the initial directors of the Corporation are James E. Goff, Ken Goff and Ronald A. Christaldi, each with an address of 6448 Parkland Drive, Sarasota, FL 34243. The Directors shall each serve until the earlier of his death, resignation or until his successor is elected and qualified.

## **ARTICLE VII INITIAL OFFICERS**

The name, address, and title of the initial officers are:

President and Secretary	James E. Goff 6448 Parkland Drive Sarasota, FL 34243
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Treasurer	Matthew Van Hoesen 6448 Parkland Drive Sarasota, FL 34243
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## **ARTICLE VIII INCORPORATOR**

The name and address of the incorporator are James E. Goff, 6448 Parkland Drive, Sarasota, FL 34243.

## **ARTICLE IX INDEMNIFICATION**

The Corporation shall indemnify to the full extent authorized or permitted by law (as now or hereinafter in effect) any person made, or threatened to be made, a party to any action, suit or proceeding (whether civil or criminal or otherwise) by reason of the fact that the person is or was a director or officer of the Corporation, or by reason of the fact that such director or officer, at the request of the Corporation, is or was serving any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, in any capacity. The indemnification to be provided hereunder shall inure to the benefit of the heirs, executors and administrators of each such director or officer. Nothing contained herein shall affect any rights to indemnification to which persons other than directors and officers of the Corporation (and the heirs, executors and administrators of such directors and officers) may be entitled by law. No amendment or repeal of this Article VII shall apply to or have any effect on any right to indemnification provided hereunder with respect to any act or omission occurring prior to such amendment or repeal.

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## ARTICLE X BYLAWS

The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

## ARTICLE XI AMENDMENTS

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation and to add by amendment provisions to these Articles of Incorporation, all in the manner now or hereafter prescribed by the FBCA. All rights conferred in these Articles of Incorporation on shareholders of the Corporation are granted subject to this reservation.

## ARTICLE XII REGISTERED AGENT

The name of the initial registered agent of the Corporation shall be James E. Goff. The initial office of the registered agent of the Corporation shall be 6448 Parkland Drive, Sarasota, FL 34243.

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

DocuSigned by:

James Goff

4/3/2023

Required Signature/Registered Agent

Date

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

For purposes of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 31st day of March 2023.

DocuSigned by:

James Goff

James E. Goff, Incorporator

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\*\* INBOUND NOTIFICATION : FAX RECEIVED SUCCESSFULLY \*\*

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April 5, 2023 at 11:06:11 AM EDT

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April 5, 2023

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SHUMAKER, LOOP & KENDRICK LLP

SUBJECT: USA.SUPPLY, INC.  
REF: W23000045981

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

One or more major words may be added to make the name distinguishable from the one presently on file.

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