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STATE

**FLORIDA PROFIT/NON PROFIT CORPORATION
SAFETY HARBOR HOLDINGS, INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
SAFETY HARBOR HOLDINGS, INC.

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FLORIDA 17th JUDICIAL CIRCUIT
CLERK OF DISTRICT COURT

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, do~~s~~^{es} hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I
NAME

The name of this Corporation shall be **Safety Harbor Holdings, Inc.** (the "Corporation"), and its principal place of business and mailing address shall be 2669 McMullen Booth Road, Clearwater, Florida 33761

ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall commence its existence on October 1, 2023, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III
PURPOSE: GENERAL POWERS

The general purpose of the Corporation shall be to transact any and all lawful business allowed under Florida law. The Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended (the "Act"), and all such other powers as are permitted by applicable law.

ARTICLE IV
CAPITAL STOCK

1. **Number and Classes of Shares Authorized; Par Value.** This Corporation is authorized to issue one hundred (100) shares of voting common stock (the "Shares"), each having one dollar (\$1.00) par value.

2. **Voting Rights.** The holders of Shares shall possess and exercise exclusive voting rights at all meetings of the shareholders. Each record holder of Shares shall be entitled to one vote for each Share held. Shareholders shall have no cumulative voting rights.

3. **Consideration for Issuance of Shares.** The Board of Directors of the Corporation may from time to time issue the authorized Shares of the Corporation, or any part thereof, for such consideration as it may deem equivalent to, or in excess of, the par value thereof. The authorized Shares of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the

Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. **No Preemptive Rights.** No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new Shares of the Corporation or of any Shares of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other Share at the same price at which it is offered to others or at any other price.

ARTICLE V **S CORPORATION STATUS**

1. **S Election.** The Corporation has elected, or intends to elect, to be taxed as a Subchapter S corporation under the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation may not authorize or issue any class of stock that would constitute a "second class of stock" under Treasury Regulations §1.1361-1(l)(1) or any amended or replacement regulation. No shareholder shall do any act (including the sale or transfer of his or her Shares in the Corporation) which would contravene or revoke the Corporation's election to be taxed as a Subchapter S corporation. Any such action shall be null and void unless a majority of the Shareholders approve such action.

2. **Required Distributions.** The Corporation shall make distributions no later than April 15 of each year in an amount sufficient to pay the shareholders' estimated income taxes under the Code (computed at the highest individual tax rate) and which arise out of the net earnings of the Corporation attributed to them unless the Corporation is prohibited from making the distribution under Florida law or by lenders to the Corporation.

3. **Qualified Purchasers and Recipients of Shares.** The purchaser or recipient of any Shares of the Corporation must be a person qualified to be a shareholder of an S corporation as determined under the Code. No purchase or transfer of the Shares of the Corporation shall be valid unless the purchaser or recipient of the Shares qualifies under the Code as a holder of S Corporation stock. The Corporation may refuse to transfer Shares to any non-qualified purchaser or recipient or to the trustee of a trust which the Corporation determines is not a qualified shareholder of a Subchapter S corporation.

4. **Legend.** While the Corporation is a Subchapter S corporation, the following legend shall appear conspicuously on each Share certificate issued by the Corporation:

"The shares evidenced by this certificate may not be transferred to any party that is not a permitted shareholder of stock in a Subchapter S corporation without the written consent of shareholders owning a majority of the stock of the Corporation entitled to vote."

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JANUARY 11, 2024

5. **Shareholder Action.** This Article V may not be amended, and any other actions of the shareholders that would disqualify the Corporation as a Subchapter S corporation under the Code will not be permitted, without the vote of two-thirds (2/3'rds) of the Shares.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 1801 N. Highland Avenue, Tampa, Florida 33602, and the name of the initial registered agent of the Corporation at that address is Bush Ross Registered Agent Services, LLC. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the bylaws. The name and street address of the initial directors of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Melinda S. Robinson	2669 McMullen Booth Road, Clearwater, FL 33761
Mark L. Robinson	2669 McMullen Booth Road, Clearwater, FL 33761

ARTICLE VIII
INCORPORATOR

The name and address of the Corporation's incorporator is Mark L. Robinson, 2669 McMullen Booth Rd., Clearwater, Florida 33761.

ARTICLE IX
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X
INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees, and agents.

ARTICLE XI
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and do hereby subscribe thereto and hereunto set his name and seal this 29th day of September, 2023.

Mark L. Robinson

Mark L. Robinson (Sep 29, 2023 12:47 EDT)

Mark L. Robinson, Incorporator

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TREASURER, SEATTLE

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

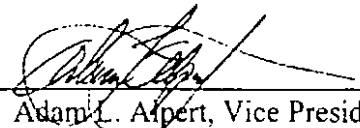
Safety Harbor Holdings, Inc., desiring to organize as a domestic corporation or qualify under the laws of the State of Florida with its principal place of business at 2669 McMullen Booth Road, Clearwater, Florida, 33761, has named and designated Bush Ross Registered Agent Services, LLC, with a registered office located at 1801 N. Highland Ave., Tampa, Florida 33602, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named corporation, and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

Dated as of this 29th day of September, 2023.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By:  _____
Adam L. Apert, Vice President

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TALLAHASSEE, FL
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