

Florida Department of State

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION
& OUT HOLDINGS, INC.**

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**ARTICLES OF INCORPORATION
OF
5 & OUT HOLDINGS, INC.**

THE UNDERSIGNED, acting as sole incorporator of **5 & OUT HOLDINGS, INC.** (the "Corporation") under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I.
NAME**

The name of the Corporation is **5 & OUT HOLDINGS, INC.**

**ARTICLE II.
COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with Section 607.0203(1), Florida Statutes, the Corporation's corporate existence shall be deemed to have commenced on the date and at the time the record is filed as evidenced by the Florida Department of State's endorsement of the date and time on the record.

**ARTICLE III.
PRINCIPAL OFFICE**

The address of the Principal Office of the Corporation is as follows:

1505 Tamiami Trail South
Venice, FL 34243

The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV.
MAILING ADDRESS**

The mailing address of the Corporation is as follows:

400 Carillon Pkwy, Ste 225
St. Petersburg, FL 33716

**ARTICLE V.
SHARES**

The authorized capital stock of the Corporation shall consist of 100 shares of common stock, par value \$1.00 per share. Each share of the Corporation's common stock shall have the same rights and preferences as each other share of the Corporation's common stock.

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**ARTICLE VI.
INITIAL REGISTERED OFFICE AND AGENT**

..... The address of the initial Registered Office of the Corporation and the initial Registered

Jason A. Davis, Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, FL 32801

**ARTICLE VII.
INITIAL BOARD OF DIRECTORS AND OFFICERS**

The number of Directors constituting the initial Board of Directors of the Corporation is two (2). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the people who are to serve as initial Directors and officers until the first annual meeting of the shareholders of the corporation or until successor Directors and officers are elected and shall qualify are as follows:

Name and Address	Title
Kyle Simmons 5732 Magnolia Ridge Place Sarasota, FL 34243	Director and President
Jeffrey D. Simmons P.O. Box 337 Osprey, FL 34229	Director and Secretary

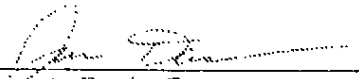
**ARTICLE VIII.
INCORPORATOR**

The name and address of the sole incorporator of the Corporation is as follows:

Jason A. Davis, Esq.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place, Suite 1700
Orlando, FL 32801

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IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 19th day of August, 2024.

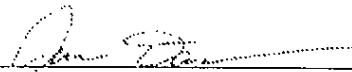


Jason A. Davis, Esq.,
Incorporator

BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 19th day of August, 2024.



Jason A. Davis, Esq.,
Registered Agent