

9/25/24, 4:41 PM

Division of Corporations

P24000060561  
Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H24000326992 3)))



H240003269923ABC4

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (614)280-3338  
Fax Number : (614)573-3996

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: tlmiller@duanemorris.com

FLORIDA PROFIT/NON PROFIT CORPORATION  
ACL SELLER, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

2024

10

Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION  
OF ACL SELLER, INC.**

The undersigned, in forming a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes (the "Act"), hereby adopts the following Articles of Incorporation:

**ARTICLE 1  
NAME**

The name of the Corporation is **ACL Seller, Inc.** (the "Corporation").

**ARTICLE 2  
CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 500 shares of Common Stock, \$0.001 par value per share.

**ARTICLE 3  
PRINCIPAL LOCATION; MAILING ADDRESS**

The address of the principal place of business and the mailing address of the Corporation is 99 South McCall Road, Englewood, Florida 34223-1511.

**ARTICLE 4  
PURPOSE**

The Corporation is organized for the purpose of engaging in any business or enterprise permitted by law.

**ARTICLE 5  
INITIAL BOARD OF DIRECTORS**

The business and affairs of the Corporation shall be managed by and under the direction of its Board of Directors, and the directors need not be elected by written ballot unless required by the Bylaws of the Corporation. The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than nine (9) directors, and shall initially consist of two (2) directors. The number of directors within these limits may be increased or decreased from time to time as provided in the Bylaws of the Corporation.

The powers of the incorporator are to terminate upon the filing of these Articles of Incorporation, and the name and mailing address of the persons who are to serve as directors until the first annual meeting of stockholders, or until such person's earlier death, resignation or incapacity or such date as such person's successor(s) is/are elected and qualified is:

**Daniel C. Leonard**  
99 South McCall Road  
Englewood, Florida 34223-1511

**Kenya M. Leonard**  
99 South McCall Road  
Englewood, Florida 34223-1511

**ARTICLE 6**  
**REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent of the Corporation is **Kenya M. Leonard**, 99 South McCall Road, Englewood, Florida 34223-1511

**ARTICLE 7**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is **Zeke Van Keuren**, 1075 Peachtree Street NE, Suite 1700, Atlanta, GA 30309-3929.

**ARTICLE 8**  
**LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Act, or (iv) for any transaction from which such director derives an improper personal benefit. If the Act is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended. No repeal or modification of this Article shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification

**ARTICLE 9**  
**INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

**ARTICLE 10**  
**BYLAWS**

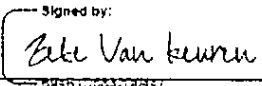
The Board shall have the power to adopt the Bylaws of the Corporation. The Bylaws of the Corporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law. Certain material transactions of the Corporation, set forth in the Bylaws of the Corporation, shall require approval of the shareholders of the Corporation

Docusign Envelope ID: 04E213D6-D572-4A28-A0A8-4FF7525897BE

**ARTICLE 11**  
**AMENDMENT**

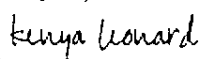
These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

**IN WITNESS WHEREOF**, the incorporator has executed these Articles of Incorporation this 25<sup>th</sup> day of September, 2024.

Signed by:  
  
\_\_\_\_\_  
Zeke Van Keuren, Incorporator

CONSENT OF REGISTERED AGENT  
OF  
ACL SELLER, INC.

The undersigned, **Kenya M. Leonard**, whose address is 99 South McCall Road, Englewood, Florida 34223-1511, hereby accepts appointment as the initial registered agent of **ACL Seller, Inc.**, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Signed by:  
  
\_\_\_\_\_  
Kenya M. Leonard

Date: September 25, 2024

4702

6

5