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# **CT CORP**

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Name:	ATEX DISTR	RIBUTING HOLDCO,	INC.
Document #:			
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Thank you!

#### ARTICLES OF INCORPORATION

#### **OF**

# ATEX DISTRIBUTING HOLDCO, INC.

# ARTICLE I

The name of this corporation is ATEX DISTRIBUTING HOLDCO, INC. (the "Corporation").

## **ARTICLE II**

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

# ARTICLE III

The address of the principal office of the Corporation is 860 Via Lugano, Winter Park FL 32789. The mailing address of the office of the Corporation is P.O. Box 5 300 N. New York Ave. Winter Park, FL 32790

# **ARTICLE IV**

The Corporation shall have authority to issue Seven Thousand Five Hundred (7,500) shares of Common Stock consisting of Seven Hundred Fifty (750) voting common shares having a par value of \$1.00 per share and Six Thousand Seven Hundred Fifty (6,750) non-voting common shares having a par value of \$1.00 per share.

#### ARTICLE V

The street address of the Corporation's initial registered office is 1200 S. Pine Island Road, Plantation, FL 33324, and the name of its initial registered agent at such office is CT Corporation System.

## ARTICLE VI

The Board of Directors of the Corporation shall consist of at least two directors, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until a successor has been duly elected and qualified.

## ARTICLE VII

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter

may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

# **ARTICLE VIII**

The name of the Incorporator is Gregory A. Duggan, and the address of the Incorporator is 501 Henkel Circle Winter Park, FL 32789.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 25th day of November, 2024.

Gregory A Duggar

Incorporator

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ATEX DISTRIBUTING HOLDCO, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CT Corporation System

Title: VP

Dated as of November 26, 2024.