

CORPORATION INFORMATION
SERVICES, INC.
1201 BAY STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

000-142-8086

CSC networks

Mail To:
P.O. Box 5020
Tallahassee, FL 32314

ACCOUNT NO. : 0721000000012

REFERENCE : 52506A 11548A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : January 17, 1995

ORDER TIME : 9:29 AM

ORDER NO. : 52506A

CUSTOMER NO: 11548A

CUSTOMER: Deborah Frick McCall
KEATON & RUTLAND, P.A.

P.O. Box 1139

St. Petersburg, FL 33731 1139

DOMESTIC FILING

P950000004200

NAME: IFL MARKETING, INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lora K. Dunlap

EXAMINER'S INITIALS:

50000011391535
01/17/95 01043-007
****122.50 ****122.50

FILED
95 JAN 17 9 7:53
TALLAHASSEE

12/19

ARTICLES OF INCORPORATION
OF
JFL MARKETING, INC.

FILED
95 JAN 17 AM 7:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is JFL MARKETING, INC.

ARTICLE II

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the filing of these Articles.

ARTICLE III

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows:

Deborah Frick McCall
Keaton & Rutland, P.A.
One Beach Drive, S.E., Suite 200
St. Petersburg, Florida 33701

The mailing address of the corporation is:

220 First Avenue North
St. Petersburg, FL. 33701

The street address of the principal office of the corporation in this State will be:

220 First Avenue North
St. Petersburg, FL. 33701

The Board of Directors may from time to time move the principal office to any other address in Florida, and the corporation may have other offices, agencies and branches at such places as may be determined by the Board of Directors.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

John Flood

543 38th Avenue NE
St. Petersburg, FL. 33703

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Deborah Frick McCall
Keaton & Rutland, P.A.
One Beach Drive, S.E., Suite 200
Post Office Box 1139
St. Petersburg, FL 33731-1139

ARTICLE VIII

AMENDMENT

This 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 IX

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

ARTICLE X

STOCK TRANSFER AGREEMENTS

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves, or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation any and all of the stocks of the corporation held by them and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee, or other fiduciary may be voted, in person or by proxy, and without proof of authority.

ARTICLE XI

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

ARTICLE XII

CUMULATIVE VOTING

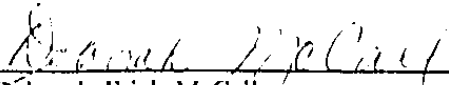
At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII

PREEMPTIVE RIGHTS

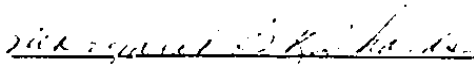
Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 16th day of January, 1995.

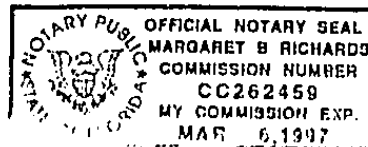

Deborah Frick McCall
INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 16th day of January, 1995, by Deborah Frick McCall, who is personally known to me or who has produced _____ as identification and did/did not take an oath.

 (SEAL)
Notary Public
STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE AND ACKNOWLEDGEMENT

I hereby accept to act as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Florida Statutes Section 617.023.



Deborah Frick McCull
Keaton & Rutland, P.A.
One Beach Drive, S.E., Suite 200
Post Office Box 1139
St. Petersburg, FL 33731-1139

FILED
95 JAN 17 21 7:55
TALLAHASSEE, FLORIDA

• CORPORATION INFORMATION
• SERVICES, INC.
1201 HAY STREET
TALLAHASSEE, FL 32310
904-222-1171
904-222-1191 FAX

CSC networks

Mail To:
P.O. Box 5820
Tallahassee, FL 32314

ACCOUNT NO. : 07.10000000

REFERENCE : 527070 11548A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : January 19, 1995

ORDER TIME : 10:35 AM

ORDER NO. : 527070

CUSTOMER NO: 11548A

CUSTOMER: Deborah Frick McCall, Esq.
Kenton & Rutland, P.A.
P.O. Box 1139

St. Petersburg, FL 33701-1139

DOMESTIC AMENDMENT FILING

NAME: JFL MARKETING, INC.

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol A. Taylor

EXAMINER: [illegible]

800-342-8086

P95000004200

FILED
95 JAN 19 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 JAN 19 PM 12:20
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JFL MARKETING, INC.

FILED
95 JAN 19 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

ARTICLE I is hereby deleted and replaced with the following:

ARTICLE 1

NAME

The name of this corporation is JFL MARKETING, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

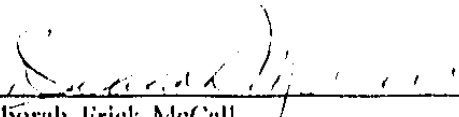
N/A

THIRD: The date of each amendment's adoption: January 18, 1995.

FOURTH: Adoption of Amendment(s) (check one):

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporator(s) without shareholder action and shareholder action was not required.

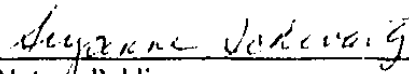
Signed this 18th day of January, 1995.



Deborah Frick McCall
INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Amendment to Articles of Incorporation were sworn to and acknowledged before me this 18th day of January, 1995, by Deborah Frick McCall, who is personally known to me-or-who-has-produced _____ as identification and did/did not take an oath.



Notary Public
STATE OF FLORIDA

My Commission Expires:



OFFICIAL SEAL
SUZANNE SCHWARTZ
My Commission Expires
Sept. 7, 1996
Comm. No. CC 226153

CORPORATION INFORMATION
SERVICES, INC. •
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0391 FAX

800-342-8086

P95000004200

csc networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 00000000000000000000

REFERENCE : 527370 11548A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 19, 1995

ORDER TIME : 10:15 AM

ORDER NO. : 527370

CUSTOMER NO: 11548A

CUSTOMER: Deborah Frick McCall, Esq.
Keaton & Rutland, P.A.
P.O. Box 1139

St. Petersburg, FL 33731-1139

DOMESTIC AMENDMENT FILING

NAME: JFL MARKETING, INC.

XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kay L. McCall

EXAMINER: [Signature]

RECEIVED
DIVISION OF CORPORATION

95 JAN 19 PM 12:20

RECEIVED
TALLAHASSEE

95 JAN 19 PM 3:17

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
95 JAN 19 PM 3:17
TALLAHASSEE, FLORIDA

January 19, 1995

CORPORATION INFORMATION SERVICES, INC.
CAROL J. DAVIS
TALLAHASSEE, FL 32301

SUBJECT: JLF MARKETING, INC.
Ref. Number: P95000004200

We have received your document for JLF MARKETING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 795A00002316

RESTATED ARTICLES OF INCORPORATION
OF
JLF MARKETING, INC.

FILED
95 JAN 19 PM 3:17
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is JLF MARKETING, INC.

ARTICLE II

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the filing of these Articles.

ARTICLE III

PURPOSES

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ARTICLE IV

CAPITAL STOCK

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ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows:

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Keaton & Rutland, P.A.
One Beach Drive, S.E., Suite 200
St. Petersburg, Florida 33701

The mailing address of the corporation is:

220 First Avenue North
St. Petersburg, FL 33701

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220 First Avenue North
St. Petersburg, FL 33701

The Board of Directors may from time to time move the principal office to any other address in Florida, and the corporation may have other offices, agencies and branches at such places as may be determined by the Board of Directors.

ARTICLE VI

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John Flood

543 38th Avenue NE
St. Petersburg, FL 33703

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Deborah Frick McCall
Keaton & Rutland, P.A.
One Beach Drive, S.E., Suite 200
Post Office Box 1139
St. Petersburg, FL 33731-1139

ARTICLE VIII

AMENDMENT

This 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 IX

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

ARTICLE X

STOCK TRANSFER AGREEMENTS

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves, or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation any and all of the stocks of the corporation held by them and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that shares standing in the name of any person as pledgee, trustee, or other fiduciary may be voted, in person or by proxy, and without proof of authority.

ARTICLE XI

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

ARTICLE XII

CUMULATIVE VOTING

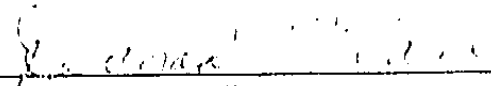
At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

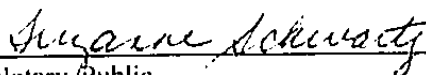
IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 18th day of January, 1995.



Deborah Frick McCall
INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 18th day of January, 1995, by Deborah Frick McCall, who is personally known to me or who has produced _____ as identification and did/did not take an oath.

 (SEAL)

Notary Public
STATE OF FLORIDA


My Commission Expires:



OFFICIAL
SUZANNE SCHWARTZ
My Commission Expires
SEP 15 1997
CORP. SEC. DIV.

ACCEPTANCE AND ACKNOWLEDGEMENT

I hereby accept to act as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Florida Statutes Section 617.023.


Deborah Frick McCall
Kenton & Rutland, P.A.
One Bench Drive, S.E., Suite 200
Post Office Box 1139
St. Petersburg, FL 33731-1139

FILED
65 JAN 19 PM 3:17
TALLAHASSEE, FLORIDA

CERTIFICATE

These restated Articles were adopted by the incorporator on January 10, 1995 and do not contain any amendments; therefore they do not require shareholder approval.

Debra M. Calk
Incorporator