

P950000 26676

OFFICE USE ONLY (Document #)

CARLTON FIELDS
(Requestor's Name)

(Address) Nancy Hurd
224-1585
(City, State, Zip) (Phone #)

000001447000
-04/04/95--01043--027
****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TRIGGER REEF DISTRIBUTORS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 04/04 4:00 ☒ Certified Copy articles
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A., Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
TRIGGER REEF DISTRIBUTORS, INC.**

FILED
95 APR -4 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is Trigger Reef Distributors, Inc. (the "Corporation").

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address is 1031 Bay Esplanade, Clearwater Beach, Florida 34630.

ARTICLE III

Stock

The corporation shall have authority to issue 100 shares of \$1.00 par value common stock.

ARTICLE IV

Initial Registered Agent and Office

The street address of its initial registered office is One Harbour Place, Suite 500, Tampa, Florida 33602, and the name of its initial registered agent at that address is Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A., Attention: Paul C. Davis.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Name

Address

Paul C. Davis

One Harbour Place, Suite 500
Tampa, Florida 33602

ARTICLE VI
Initial Directors

The corporation initially shall have four (4) directors, whose names and addresses are:

<u>Name</u>	<u>Address</u>
William Boyd Crisler	1031 Bay Esplanade Clearwater, Florida 34630
Robert David Crisler	1031 Bay Esplanade Clearwater, Florida 34630
Morris M. Crisler, M.D.	1031 Bay Esplanade Clearwater, Florida 34630
Betty B. Crisler	1031 Bay Esplanade Clearwater, Florida 34630

Dated this 3rd day of April 1995.



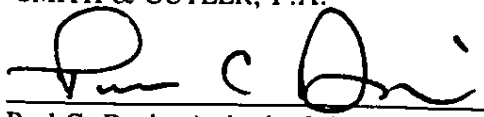
Paul C. Davis, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, the undersigned: (i) agrees to act in this capacity; (ii) agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties; and (iii) accepts the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 3rd day of April 1995.

CARLTON, FIELDS, WARD, EMMANUEL,
SMITH & CUTLER, P.A.



Paul C. Davis, Authorized Agent

P95000026676

OFFICE USE ONLY (Document #)

CARLTON FIELDS
(Requestor's Name)
215 S. Monroe St.
(Address) Nancy Hurd
Tall FL 32301 224-1585
(City, State, Zip) (Phone #)

S00001463379
-04/24/95--01050--011
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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TRIGGER REEF DISTRIBUTORS, INC. P95000026676
(Corporation Name) (Document #)
2. *Name Change*
(Corporation Name) (Document #)
3. *Amend*
(Corporation Name) (Document #)
4.
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 4/25 4:00 ☒ Certified Copy
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FILED
95 APR 25 PM 3:46
TALLAHASSEE
SECRETARY OF STATE

NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*00789,00502,
00672

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham,
Secretary of State

April 24, 1995

CARLTON, FIELDS

TALLAHASSEE, FL 32301

SUBJECT: TRIGGER REEF DISTRIBUTORS, INC.
Ref. Number: P95000026676

We have received your document for TRIGGER REEF DISTRIBUTORS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 895A00019274

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
TRIGGER REEF DISTRIBUTORS, INC.

FILED
95 APR 25 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, Trigger Reef Distributors, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is Trigger Reef Distributors, Inc.

ARTICLE II
Amendment

Article I of the Corporation's Articles of Incorporation is amended to read as follows:

"ARTICLE I
Name

The name of the corporation is Victoria of Pilar, Inc."

ARTICLE III
Date of Adoption

The amendment was adopted on the 21st day of April 1995.

ARTICLE IV
Manner of Adoption

The amendment was adopted by unanimous written consent of the shareholders and the board of directors in accordance with Section 607.1003 of the Florida Statutes. The number of votes cast by the shareholders in favor of the amendment was sufficient for approval.

Dated this 21st day of April 1995.

TRIGGER REEF DISTRIBUTORS, INC.

By: William Boyd Crisler
William Boyd Crisler,
Its President

P95000026676



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

ARTICLES OF MERGER
Merger Sheet

MERGING:

TRIGGER REEF, INC., a Nevada corporation not qualified to transact business
in the State of Florida.

INTO

TRIGGER REEF DISTRIBUTORS, INC., a Florida corporation, P95000026676

File date: April 6, 1995

Corporate Specialist: Darlene Connell

P95000026676

OFFICE USE ONLY (Document #)

CARLTON FIELDS

(Requestor's Name)

(Address)

Nancy Hurd
224-1585

(City, State, Zip)

(Phone #)

800001419768

-04/06/95--01003--026

***122.50 ***122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 04/06/95 4:00 ☒ Certified Copy
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FILED
95 APR -6 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Merger

DC

Examiner's Initials

4/6/95

**ARTICLES OF MERGER FOR
TRIGGER REEF DISTRIBUTORS, INC. AND
TRIGGER REEF, INC.**

FILED
95 APR -6 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1105 and 607.1107 of the Florida Business Corporation Act, these Articles of Merger provide as follows:

1. Trigger Reef, Inc., a Nevada corporation ("TR"), shall merge with and into Trigger Reef Distributors, Inc., a Florida corporation ("TRD"), and TRD shall be the surviving corporation.
2. The plan of merger is set forth in the Plan and Agreement of Merger dated April 5, 1995 by and between TR and TRD (the "Merger Agreement"), a copy of which is attached hereto as Exhibit A.
3. The merger shall become effective on the day that these Articles of Merger have been filed by the Secretary of the State of Florida and the Articles of Merger are filed in the State of Nevada (the "Effective Time").
4. The Merger Agreement pursuant to which TR will be merged with and into TRD (the "Merger"), was adopted by the directors and shareholders of TRD by unanimous written consent, dated April 5, 1995, and by the directors and shareholders of TR by unanimous written consent, dated April 5, 1995.

IN WITNESS WHEREOF, these Articles of Merger have been executed on behalf of the constituent corporations by their authorized officers on April 5, 1995.

TRIGGER REEF DISTRIBUTORS, INC.,
a Florida corporation

TRIGGER REEF, INC.,
a Nevada corporation

By: Wm. Boyd Crisler
Wm. Boyd Crisler, President

By: Wm. Boyd Crisler
Wm. Boyd Crisler, President

**PLAN AND AGREEMENT OF MERGER FOR
TRIGGER REEF DISTRIBUTORS, INC.
TRIGGER REEF, INC.**

PLAN AND AGREEMENT OF MERGER is made this 5th day of April, 1995, by and between Trigger Reef Distributors, Inc., a Florida corporation ("TRD") and Trigger Reef, Inc., a Nevada corporation ("TR").

WHEREAS, TR, is a corporation organized and existing under the laws of the State of Nevada, having been incorporated on February 3, 1989, and having an authorized capital of 100 shares of \$1.00 par value common stock, of which 100 shares are currently issued and outstanding; and

WHEREAS, TRD is a corporation organized and existing under the laws of the State of Florida, having been incorporated on April 4, 1995, and having an authorized capital of 100 shares of \$1.00 par value common stock, of which 50 shares are currently issued and outstanding; and

WHEREAS, it is deemed advisable and in the best interests of TR and TRD and their respective shareholders to merge TR into TRD under the provisions of Sections 78.458 and 78.461 of the Nevada Statutes and under the provisions of Sections 607.1105 and 607.1107 of the Florida Statutes in order to further the business purpose of TR and TRD.

NOW, THEREFORE, for the mutual promises set forth herein and for other valuable consideration, the receipt, adequacy, and sufficiency of which are hereby acknowledged, the parties hereto, in accordance with the aforementioned provisions of the laws of the State of Florida, agree as follows:

1. **Merger.** TR shall be merged into TRD, the surviving corporation, and does hereby agree and prescribe that the laws which shall govern the surviving corporation shall be the laws of the State of Florida.
2. **Surviving Corporation.** The name of the surviving corporation shall be Trigger Reef Distributors, Inc., and its charter shall be the original articles of incorporation which was granted to it at the time of its incorporation.
3. **Effective Date of Merger.** The effective date of this merger shall be at the end of business on the 6th day of April, 1995.

4. Bylaws, Officers, Directors. The Bylaws of TRD, until amended or revised, shall be the present bylaws of the surviving corporation. The officers and directors of TRD shall continue as the officers and directors of the surviving corporation until the next annual meetings of shareholders and directors at which time their successors shall be duly elected and qualified.

5. Capital Stock.

(a) The authorized capital stock of the surviving corporation shall be 100 shares of common stock having a par value of \$1.00 each.

(b) The manner of converting the shares of TR into shares of the merged corporation shall be as follows. At the effective date of the merger, each of the issued and outstanding shares of common stock, \$1.00 par value, of TR shall be converted into and become one half (1/2) share of common stock of the surviving corporation. As soon as practicable after the merger becomes effective, the stock certificates representing issued and outstanding common stock of TR shall be surrendered for exchange to the surviving corporation as provided above. Until so surrendered for exchange, the stock certificates nominally representing common stock of TR shall be deemed for all corporate purposes to evidence the ownership of common stock of the surviving corporation that the holder thereof would be entitled to receive upon its surrender to the surviving corporation.

6. Effect of Merger. When this Plan and Agreement of Merger shall have been signed and delivered and Articles of Merger filed and recorded as required by the laws of the States of Nevada and Florida, the existence of TR shall cease and it shall be merged into TRD and the surviving corporation shall be known as Trigger Reef Distributors, Inc. The surviving corporation shall possess all the rights, privileges, powers and franchises of a public as well as a private nature, and shall be subject to all the restrictions, liabilities, and duties of the corporations so merged and all and singular the rights, privileges, powers and franchises of the merged corporations, and all property, real, personal and mixed, and all debts due to the merged corporations, on whatever account, shall be vested in the surviving corporation. All property, rights, privileges, powers, and franchises and all and every other interest shall be thereafter as effectually the property of the surviving corporation as they were of the merged corporations, and the title to any real estate whether by deed or otherwise, vested in the merged corporations, shall not revert or be in any way impaired by reason of this merger; provided, that all rights of creditors and all liens upon the property of the merged corporations shall be preserved unimpaired and all debts, liabilities and duties of the merged corporations shall thenceforth attach to the surviving corporation and may be enforced against

it to the same extent as if said debts, liabilities, and duties had been incurred or contracted by it.

Dated effective as of this 5th day of April 1995.

Attest:

Betty Crisler, Secretary
Betty Crisler, Secretary

TRIGGER REEF DISTRIBUTORS,
INC., a Florida corporation

By: Wm. Boyd Crisler
Wm. Boyd Crisler, President

Attest:

Betty Crisler, Secretary
Betty Crisler, Secretary

TRIGGER REEF, INC., a Nevada
corporation

By: Wm. Boyd Crisler
Wm. Boyd Crisler, President