

05/04/95

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TO: DIVISION OF CORPORATIONS

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FROM: ICARD, MERRILL, CULLIS, TIMM, FUREN

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

2033 MAIN ST
SUITE 600
SARASOTA FL 34237-
CONTACT: CHRISTOPHER K CASWELL
PHONE: (813) 366-6222
FAX: (813) 366-6384

((H95000005027))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MICKLETHWAIT, INC.
FAX AUDIT NUMBER: H95000005027
DATE REQUESTED: 05/04/1995
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NUMBER OF PAGES: 3
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ARTICLES OF INCORPORATION OF
MICKLETHWAIT, INC.

ARTICLE 1. - NAME

The name of this corporation is MICKLETHWAIT, INC.

ARTICLE 2. - PRINCIPAL OFFICE: MAILING ADDRESS

The principal office and mailing address of the corporation shall initially be 2033 Main Street, Suite 600, (ATTN: Chris Caswell), Sarasota, FL 34237. The corporation may change its principal office and/or mailing address from time to time as permitted by law.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4. - CAPITAL STOCK

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

ARTICLE 5. - PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall not have preemptive rights to purchase additional shares.

ARTICLE 6. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, FL and the name of the initial registered agent of this corporation at that address is ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A. (ATTN: Chris Caswell).

ARTICLE 7. - INITIAL BOARD OF DIRECTORS

This corporation shall have the following directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director(s) of this corporation:

Michael Charles Thompson

47 Hookstone Road Harrogate, North Yorkshire, HG2 8BT
ENGLAND

Susan Elizabeth Thompson

47 Hookstone Road Harrogate, North Yorkshire, HG2 8BT
ENGLAND

ARTICLE 8. - INCORPORATOR

The name and address of the Incorporator is: CHRISTOPHER K. CASWELL, Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Suite 600, Sarasota, FL 34237.

PREPARED BY: CHRIS CASWELL
2033 MAIN STREET, SUITE 600
SARASOTA, FL
(813) 266-8108
FLA. BAR NO. 877171
#H95000005027

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ARTICLE 9 - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the 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 the votes on the same principal among any number of the candidates.

ARTICLE 10 - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned incorporator has executed these Articles of Incorporation on May 4, 1995.

Chris Caswell
CHRIS CASWELL

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

MICKLETHWAIT, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: May 4, 1995

ICARD, MERRILL, CULLIS, TIMM, FUREN &
GINSBURG, P.A.

By Chris Caswell
Chris Caswell
Registered Agent

#H95000005027

10/08/1996 14:24 9413667478

CASWELL HARRIS

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10/08/96

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2:26 PM

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: CASWELL & HARRIS, P.A.
CONTACT: CHRIS CASWELL
PHONE: (941)366-7727

ACCT#: 105205003431

FAX #: (941)366-7478

NAME: MICKLETHWAIT, INC.

AUDIT NUMBER.....H96000014015

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

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TALLAHASSEE, FLORIDA

SH 10/8

96 OCT -8 PM 2:39

96 OCT -8

H96000014015

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MICKLETHWAIT, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FILED
96 OCT -8 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: Amendment(s) adopted:

"RESOLVED, that Article 7 of the Articles of Incorporation of the corporation be amended to read as follows:

ARTICLE 7.

The name and address of the directors of the corporation shall be as follows, until the next annual election by the shareholders:

Michael Charles Thompson	339 W. Venice Ave., Venice, FL 34285
Susan Elizabeth Thompson	339 W. Venice Ave., Venice, FL 34285
Suzanne Finfgeld	311 Parkdale Dr., Venice FL 34285"

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: October 4, 1996.

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

☐ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☒ 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 following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)

Signed this October 4, 1996.

MICKLETHWAIT, INC.

By: _____

Michael Charles Thompson, President

Prepared By: Chris Caswell
1215 N. Palm Ave.
Sarasota, FL 34236
941-366-7727
Fl. Bar No.: 0371211
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