

P95000036662

Date: May 4, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Terra Firma Group, Inc.

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-05/05/95--01113--014
***122.50 ***122.50

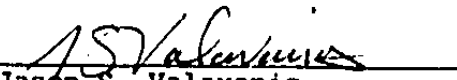
Ladies/Gentlemen:

Enclosed please find Articles of Incorporation, together with one copy of same, and my check in the amount of \$122.50. Please file the Articles, issue and return to me a certified copy of same and my Charter.

Should you have any questions or wish further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours very truly,


Jason S. Valavanis
150 Fortenberry Road, Suite E
Merritt Island, Florida 32952
(407) 690-5793

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
TERRA FIRMA GROUP, INC.

ARTICLE I-NAME

The name of the corporation is TERRA FIRMA GROUP, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE III -PURPOSES

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000) SHARES at \$1.00 par value, common stock, which shall be designated "Common Shares".

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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DIVISION OF CORPORATIONS
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ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 150 Fortenberry Road, Suite E, Merritt Island, Florida 32952, and the name of the initial registered agent of this corporation at that address is: JASON S. VALAVANIS.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) 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 names and addresses of the initial directors of this corporation are: JASON S. VALAVANIS, 150 Fortenberry Road, Suite E, Merritt Island, Florida 32952 and ROBERT W. CAIRNS, 150 Fortenberry Road, Suite E, Merritt Island, Florida 32952.

ARTICLE IX - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office is 150 Fortenberry Road, Suite E, Merritt Island, Florida 32952, and is the same address as the initial registered agent of the corporation as contained in Article VII of these Articles of Incorporation.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is: JASON S. VALAVANIS, 150 Fortenberry Road, Suite E, Merritt Island, Florida 32952.

ARTICLE XI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

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ARTICLE XII - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors of this Corporation.

ARTICLE XIII - SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XV - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite their name: JASON S. VALAVANIS - FIVE THOUSAND (5,000) shares and ROBERT W. CAIRNS - FIVE THOUSAND (5,000) shares.

Shares held by the initial stockholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4th day of May, 1995.

Jason S. Valavanis
JASON S. VALAVANIS
160 Fortenberry Road, Suite E
Merritt Island, Florida 32952

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 4th day of May, 1995, by JASON S. VALAVANIS, who is personally known to me or who have produced Florida drivers license as identification.

Dawn Millwood
Notary Public, State of Florida
DAWN MILLWOOD
My Comm Exp. 12-12-97
Bonded By Service Inc
No. CC392954
☐ Personally Known ☒ Other & R.
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY - 1995

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: May 4, 1995

Jason S. Valavanis
JASON S. VALAVANIS
160 Fortenberry Road, Suite E
Merritt Island, Florida 32952

P95000036662

FORAN FIRM GROUP, INC.
150 FORBENBERG RD.
MERCURY ISLAND, FLA 32952

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #) **100002055101--5**
-01/13/97--01005--008
*****35.00 *****35.00
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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 checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

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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

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: TERRA FIRMA Group, Inc.

SECOND: The date dissolution was authorized: September 30, 1996

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 30TH day of September, 19 96

Signature

Steven W. Valavanis
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Steven W. VALAVANIS
(Typed or printed name)

Director/President
(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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