

TRANSMITTAL LETTER

PP500004622

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

400001481534
-05/17/95--01127--005
***122.50 ***122.50

SUBJECT: DYER SALES COMPANY
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75 ☒ \$122.50 ☐ \$131.25

FROM: STEVEN G HALL % MCLENNAN MERRITT PC
Name (printed or typed)

3346 PEACHTREE RD NE SUITE 1750
Address

ATLANTA GA 30326-1675
City, State & Zip

404/2669171
Daytime Telephone number

095-10550

*00628
00634
00671*

5/18/95
(Signature)

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 18, 1995

STEVEN HALL
3340 PEACHTREE ROAD NE
STE 1250
ATLANTA, GA 30326-1075

SUBJECT: DYER SALES COMPANY
Ref. Number: W95000010550

We have received your document for DYER SALES COMPANY and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 295A00025503

ORIGINAL

**ARTICLES OF INCORPORATION
OF
DYER SALES COMPANY**

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a business corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation is: **DYER SALES COMPANY.**

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to:

- (a) Engage in the purchase and sale of goods and services, and in all related business activities, and the business of providing marketing, sales, and advertising services, related consulting services, and the purchase, sale and licensing of goods, services and materials associated therewith; and
- (b) To do any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One

Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$.01) per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

THOMAS B. DYER
Citadel I
5850 T.G. Lee Boulevard
Suite 460
Orlando, Florida 32822

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be at the same address as its initial Registered Office:

Citadel I
5850 T.G. Lee Boulevard
Suite 460
Orlando, Florida 32822

ARTICLE VII

BOARD OF DIRECTORS

The Corporation shall have one (1) or more Directors. The number of Directors may be increased or diminished from time to time by the Stockholders, but shall never be less than one (1).

A Director of the Corporation shall not be personally liable to the Corporation or its Stockholders for monetary damages for breach of fiduciary duty as a Director except for liability (i) for any breach of the Director's duty of loyalty to the Corporation or its Stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a known violation of law, or (iii) for any transaction from which the Director derived any improper personal benefit.

ARTICLE VIII

INITIAL DIRECTORS

The name of the initial Director of the Corporation is:

THOMAS B. DYER
Citadel I
5850 T.G. Lee Boulevard
Suite 460
Orlando, Florida 32822

ARTICLE IX

INCORPORATOR

The name and street address of the Incorporator signing these Articles of Incorporation is:

ROBERT B. HILL, ESQ.
McLain & Merritt, P.C.
3340 Peachtree Road, N.E.
Suite 1250
Atlanta, Georgia 30326-1075

ARTICLE X

CONFLICT OF INTEREST

No contract between the Corporation and another Corporation or another individual shall be invalidated solely by reason of the fact that one or more of the Officers or Directors of this Corporation are Officers or Directors of the said other corporation, or by reason of the fact that one or more of the Officers or Directors of this Corporation may be the other individual or individuals contracting with this Corporation.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 22 day of May, 1995.



ROBERT B. HILL

STATE OF GEORGIA)

COUNTY OF FULTON)

BEFORE ME, a Notary Public, personally appeared ROBERT B. HILL, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Atlanta, Fulton County, Georgia, this 22nd day of May, 1995.

A circular notary seal for Audrey E. Sini, Notary Public, State of Georgia. The seal contains the text "NOTARY PUBLIC" and "My Commission Expires: 22 Aug 98".
Audrey E. Sini
NOTARY PUBLIC

My Commission Expires: 22 Aug 98

2346a\articles.inc

APPLICATION
FOR
REINSTATEMENT
DOCUMENT #

1 Corporation Name
DYER SALES COMPANY

Principal Place of Business
**5850 T.G. LEE BLVD. STE 400
ORLANDO FL 32822**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

P95000041212

FORM
AND
FILED

1996 NOV -1 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



If above addresses are incorrect in any way, line through incorrect information and enter correction below.
2. New Principal Office Address, if Applicable
3. New Mailing Office Address, if Applicable

State, Apt. #, etc.

City & State

Zip

Country

State, Apt. #, etc.

City & State

Zip

Country

4. Date Incorporated or Qualified
To Do Business in Florida

05/25/1995

Applied For
Not Applicable

6. FEI Number

6. CERTIFICATE OF STATUS DESIRED ☐

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s)

2
DYER, THOMAS B

BAKER, KARI D.

3
5850 T.G. LEE BLVD. STE 400

Street Address of Each
Officer and/or Director
(Do NOT Use Post Office Box Numbers)

City / State / Zip

ORLANDO FL 32822

ORLANDO, FL 32822

700002000137--9
11/03/96-01023-020
****750.00 ****375.00

REINSTATEMENT

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

State, Apt. #, Etc.

City

State
FL

Zip Code

Date

9-20-96

**DYER, THOMAS B
5850 T.G. LEE BLVD. STE 400
ORLANDO FL 32822**

10. I, being appointed the registered agent of an above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.
Signature of Registered Agent **Thomas B Dyer**
REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 637 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0101 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Thomas B Dyer

Date

Daytime Phone #