

MAR-13 11:41

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PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS

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DEPT. OF REVENUE

FROM: EMPLOYEE CORPORATION COMPANY

STATE OF FLORIDA

170 W. FLORIDA

409 EAST

MIAMI FL 33135

TALLAHASSEE

CONTACT: RAY STORMONT

FAX: (904) 922-4000

PHONE: (305) 541-3884

FAX: (305) 541-3770

((H90000003545)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: RIVER TRACE, INC.

FAX AUDIT NUMBER: H90000003545

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/13/1996

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FILED
96 MAR 14 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/15

RECEIVED

504 IN 01/02/96

03/13/96

MAR-14-1996 13:50

P.01/03



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 14, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI, FL 33135

SUBJECT: RIVER TRACE, INC.
REF: W96000003562

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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.

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

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

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Bath Register
Corporate Specialist Supervisor

FAX Aud. #: E96000003545
Letter Number: 296A00011404

(3)

H 960000 03545

ARTICLES OF INCORPORATION OF

RIVER TRACE DEVELOPMENT, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

FILED
96 MAR 14 PM 7
TALLAHASSEE
SECRETARY OF STATE

ARTICLE I: NAME & MAILING ADDRESS

The name of this corporation is: **RIVER TRACE DEVELOPMENT, INC.** and the mailing address is 3315 Perimeter Road, Palm City, Florida 34990.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: any business activity permitted under the laws of the State of Florida and the United States of America.

ARTICLE III: CAPITAL STOCK

The maximum number of shares this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock with a par value of One (\$1.00) Dollar.

ARTICLE IV: TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE V: REGISTERED AGENT & OFFICE

The street address of the registered agent of this corporation in the State of Florida is: 388 S. Military Trail, West Palm Beach, Florida 33415. The registered agent is John D. Kurtz.

JOHN D. KURTZ
388 S. Military Trail
West Palm Beach, Fla. 33415
407-684-0550
Fla. Bar No. 181989

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ARTICLE VI: DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the Shareholders, but the corporation shall never have less than one director.

ARTICLE VII: INITIAL DIRECTORS

The names and addresses of the members of the first board of directors are:

NAME:
Mark Soverel

ADDRESS:
3315 Perimeter Road, Palm City, Florida 34990

ARTICLE VIII: INCORPORATORS

The names and addresses of the incorporators of this Corporation and subscribers to these Articles of Incorporation are:

NAME:
John D. Kurtz

ADDRESS:
388 S. Military Trail, West Palm Beach, Florida

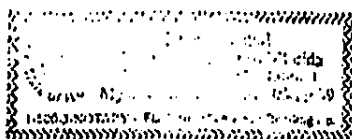
ARTICLE IX: AMENDMENTS

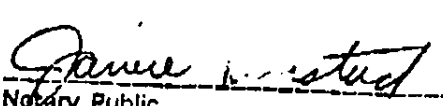
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereof.

In Witness Whereof, we have made and subscribed these Articles of Incorporation this 1st day of March, 1996.


Incorporator and Registered Agent. I am familiar with and accept the duties and responsibilities as registered agent for the said corporation.

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgements, that the foregoing instrument was acknowledged by John D. Kurtz who is personally known to me or who produced N/A as identification and who did (did not) take an oath.
Witness my hand and official seal in the County and State last aforesaid, this 1st day of March, 1996.




Notary Public

FILED
MAR 4 PM 4:53
CLERK OF STATE
TALLAHASSEE, FLORIDA

H 960000 03545

H 960000 03545

Steven L. Perry, P.A.

561-220-0277

P960000023373

8 September 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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*****35.00 *****35.00

Subject: RIVER TRACE DEVELOPMENT, INC.
Document Number: P96000023373

To Whom It May Concern:

Enclosed herewith please find the Articles of Amendment to the Articles of Incorporation together with a check in the amount of \$35.00 representing the filing fee for the above-referenced corporation.

Please contact my office should you have any questions regarding the foregoing. Thank you for your attention to this matter.

Best regards,


Steven L. Perry

SLP/dsb
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

51 SEP 17 AM 9:33

APPROVED
AND
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9-17-97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RIVER TRACE DEVELOPMENT, INC.**

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

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE 1, NAME & MAILING ADDRESS is hereby amended to read as follows:

"The name of the corporation is **PROTERRA, INC.** and the mailing address is 1 SW Osceola Street, Suite 2, Stuart, Florida 34994."

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:

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: September 30th, 1997.

FOURTH: Adoption of Amendment of Amendments(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 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
- ☐ 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 incorporators without shareholder action and shareholder action was not required.

Signed this 30th day of September, 1997.

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President of other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mark Soverel

Typed or printed name

President

Title

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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