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TRANSMITTAL LETTER

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

700002826617--2
-04/01/99-01073-016
****131.25 *****87.50

SUBJECT: Overtown Manufacturing 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
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: J. Anthony Beard
Name (Printed or typed)

35 Northeast 40th Street
Address

Miami, FL 33137
City, State & Zip

(305) 588-3199
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -1 AM 9:34

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

**Articles of Incorporation for
Overtown Manufacturing Company**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR -1 AM 9:34

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I – NAME

The name of this corporation shall be:

Overtown Manufacturing Company

ARTICLE II – PURPOSE

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

ARTICLE III – PRINCIPAL OFFICE

The address of the principal office and mailing address of the corporation is:

35 Northeast 40th Street
Miami, Florida 33137

ARTICLE IV – SHARES

The number of shares of stock that this corporation is authorized to issue is:

1,000 shares of common stock, \$1.00 par value.

Holders of common stock are entitled to one vote per share on all matters subject to shareholder approval. The holders of outstanding shares of common stock are entitled to receive dividends as and when declared by the Board of Directors out of funds legally available.

On liquidation or winding up of the corporation, holders of the common stock are entitled to receive, pro rata, the net assets of the company after the payment of all creditors and liquidation preferences, if any.

ARTICLE V – INITIAL REGISTERED AGENT AND STREET ADDRESS

The Registered agent for the Corporation is:

George F. Knox

The Registered office for the Corporation is:

2601 South Bayshore Drive
Suite 1600
Miami, Florida 33131

ARTICLE VI – BOARD OF DIRECTORS

This corporation shall have at least one director. The Incorporator shall serve as the initial director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws of the Corporation.

ARTICLE VII – INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

J. Anthony Beard
278 Northeast Street
Miami Shores, Florida 33138

ARTICLE VIII – INDEMNIFICATION

The corporation shall indemnify any officer or director, and any current or past officer or director, to the full extent of the law. No officer or director shall be personally liable for any actions or liabilities of the corporation.

ARTICLE IX – BYLAWS

The shareholders, through the Board of Directors, shall have the power to adopt, alter, amend or repeal the Bylaws. All provisions for the operation, management and regulation of the corporation not set forth in the Articles of Incorporation shall be set forth and governed by the Bylaws of the Corporation.

ARTICLE X – CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the 28th day of March, 1999.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of March, 1999.


J. ANTHONY BEARD, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Overtown Manufacturing Company

2. The name and address of the registered agent and office is:

George F. Knox

(NAME)

2601 South Bayshore Drive Suite 1600


(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, Florida 33131

(CITY/STATE/ZIP)

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SECRETARY OF STATE
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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 this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

3/29/1999
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314