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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850) 617-6381

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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address:
W13-62487

FLORIDA PROFIT/NON PROFIT CORPORATION
S3 USA Operations (Florida), Inc.

Table with 2 columns: Item and Value. Rows include Certificate of Status (0), Certified Copy (0), Page Count (025), and Estimated Charge (\$70.00).

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November 12, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

**\*RE-SUBMIT\***

SUBJECT: S3 USA OPERATIONS (FLORIDA), INC.  
REF: W13000062487

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6052.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H13000248428  
Letter Number: 013A00026149

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DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
**OF**  
**S3 USA OPERATIONS (FLORIDA), INC.**

The undersigned, a natural person (the "Sole Incorporator"), for the purpose of organizing a corporation to conduct the business and promote the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Florida hereby certifies that:

**I.**

**Name:** The name of the Corporation is S3 USA Operations (Florida), Inc.

**II.**

**Address:** Space Florida, 505 Odyssey Way, Suite, Exploration Park, FL 32953

**III**

**Registered Office:** The address of the registered office of the Corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324, USA, and the name of the registered agent of the Corporation in the State of Florida at such address C T Corporation System.

**IV**

**Purpose:** The purpose of the Corporation is to engage in any lawful act or activity for which a Corporation may be organized under the Florida Business Corporation Act.

**V**

**Share Capital:** This Corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is one thousand (1,000), each having a par value of one-tenth of one cent (\$0.001).

**VI**

**A. Liability.** The liability of the directors for monetary damages shall be eliminated to the fullest extent under applicable law.

**B. Indemnification.** To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which applicable law permits the Corporation to provide indemnification) through Bylaw provisions, agreements with

such agents or other persons, vote of stockholders or disinterested directors or otherwise in excess of the indemnification and advancement otherwise permitted by such applicable law. If applicable law is amended after approval by the stockholders of this Article VI to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

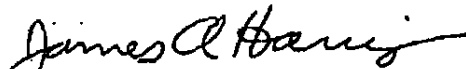
C. Any repeal or modification of this Article VI shall only be prospective and shall not affect the rights or protections or increase the liability of any director under this Article VI in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

## VII

**Incorporator:** The name and the mailing address of the Sole Incorporator is as follows:

James A. Harris  
888 Seventeenth Street, N.W.  
Washington, D.C. 20006

IN WITNESS WHEREOF, these Articles of Incorporation have been subscribed this 8<sup>th</sup> day of November 2013, by the undersigned who affirms that the statements made herein are true and correct.



JAMES A. HARRIS  
Sole Incorporator

11/12/2013 17:26:39 From: To: 8506176381

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

CT Corporation System

By:  \_\_\_\_\_ Date 11/12/13

Required Signature/Registered Agent

Judith Argao  
Vice President  
and Assistant Secretary