

Division of Corporations

Page 1 of 2

P 1700045737

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((1117000234072 3)))



H170002340723ABC-

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
 Fax Number : (850) 617-6380

From: Account Name : FOWLER WHITE BURNETT P.A.
 Account Number : 071250001512
 Phone : (305) 789-9200
 Fax Number : (786) 437-4609

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
17 AUG 30 AM 9:42
FILED

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

Email Address: jfriedhoff@fowler-white.com

S. TALLENT

AUG 31 2017

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PAPATON USA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

Amended & Restated

RECEIVED
17 AUG 30 AM 11:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Audit No. H17000234072 3

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PAPATON USA, INC.**

Pursuant to the provisions of Sections 607.1003 and 607.1007 of the Florida Business Corporation Act, the undersigned corporation hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is: PAPATON USA, INC.
2. The original Articles of Incorporation of the corporation were filed with the Department of State on May 23, 2017, and assigned Document No. P17000045737.
3. The Amended and Restated Articles of Incorporation shall be effective upon the filing thereof with the Department of State.
4. The text of the corporation's Amended and Restated Articles of Incorporation is as follows:

ARTICLE I

Name

The name of the corporation is: PAPATON USA, INC.

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

SECRETARY OF STATE
2017 AUG 30 AM 9:42
FILED

Audit No. H17000234072 3

Audit No. H17000234072 3

ARTICLE III

Authorized Capital

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

Existence

The existence of the corporation shall be perpetual.

ARTICLE V

Address

The principal office and mailing address of the corporation is:

1395 Brickell Avenue
14th Floor-JHI
Miami, Florida 33131

ARTICLE VI

Registered Office and Registered Agent

The street address of the registered office of the corporation is 1395 Brickell Avenue, 14th Floor, Miami, Florida 33131, and the registered agent of the corporation at that address is John H. Friedhoff, Esq.

ARTICLE VII

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

Audit No. H17000234072 3

Audit No. II 17000234072 3

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VIII

Board of Directors

This corporation shall have at least one (1) director. The number of directors may be either increased or decreased from time to time by amendment to the By-Laws adopted by the stockholders. The duties and manner of electing or appointing directors shall be as set forth in the By-Laws of the corporation.

The names and addresses of the directors, who, unless otherwise provided by law or the corporation's By-Laws, shall serve in such capacity for the ensuing year or until successors are elected or appointed and have qualified, whichever occurs sooner, are as follows:

<u>Name</u>	<u>Address</u>
Javier Enrique Flores Cortes	1395 Brickell Avenue 14 th Floor-JHF Miami, Florida 33131
Clarisa Magaña Bou	1395 Brickell Avenue 14 th Floor-JHF Miami, Florida 33131

ARTICLE IX

Officers

The officers of this corporation shall include a President, Secretary and Treasurer. Other officers may be established or appointed by the Board of Directors as it may deem appropriate. The qualification, time and manner of election or appointment, the duties, terms of office, and manner of removing officers shall be as set forth in the corporation's By-Laws.

Audit No. II 17000234072 3

Audit No. H 17000234072 3

The names and addresses of the officers, who shall serve in the capacities indicated for the first year of existence of the corporation or until their successors are elected and have qualified, whichever occurs sooner, are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Javier Enrique Flores Cortes	1395 Brickell Avenue 14 th Floor-JHF Miami, Florida 33131	President and Treasurer
Clarisa Magaña Bou	1395 Brickell Avenue 14 th Floor-JHF Miami, Florida 33131	Vice President and Secretary

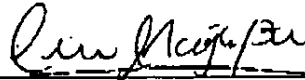
ARTICLE X

Amendment

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

5. The foregoing Amended and Restated Articles of Incorporation were adopted by the Board of Directors without shareholder action on August 29, 2017, in the manner prescribed by Sections 607.1002 and 607.1007 of the Florida General Corporation Act. The restatement does not contain an amendment requiring shareholder approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 29th day of August, 2017.



Clarisa Magaña Bou, as Vice President

Audit No. H 17000234072 3

Audit No. H17000234072 3

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

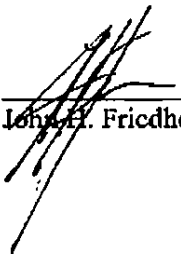
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

PAPATON USA, INC., desiring to organize under the laws of the State of Florida, hereby designates John H. Friedhoff, Esq. as its registered agent and 1395 Brickell Avenue, 14th Floor, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, 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.



John H. Friedhoff

Registered Agent