

4/30/2018

Division of Corporations

**PR00038772**  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
ORANGE JASMINE REFLA INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Status	1
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MAY 01 2018

**S. YOUNG**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ORANGE JASMINE REFLA INC.**

1. The name of this corporation is Orange Jasmine REFLA Inc., a Florida corporation (the "Corporation"), and the principal office address and mailing is Rua Desembargador Joaquim Barbosa de Almeida 413, Sao Paulo, SP, 05463-010 Brazil.

2. The Articles of Incorporation of the Corporation, originally filed April 27, 2018, under Document No. P18000038272, are hereby deleted in their entirety and amended and restated to read as follows:

**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is Orange Jasmine REFLA Inc. The mailing address and address of the principal office of the Company shall be Rua Desembargador Joaquim Barbosa de Almeida 413, Sao Paulo, SP, 05463-010 Brazil.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 100 S. Ashley Drive, Suite 400, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be CF Registered Agent, Inc., a Florida corporation, who upon

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accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall be governed by a Board of Directors. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The names and addresses of the directors constituting the initial Board of Directors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Daniel de Andrade Gomes	Rua Desembargador Joaquim Barbosa de Almeida 413 Sao Paulo, SP, 05463-010 Brazil
Fernanda de Andrade Mello Gomes Ferreira	Rua Desembargador Joaquim Barbosa de Almeida 413 Sao Paulo, SP, 05463-010 Brazil
Henrique de Andrade Gomes	Rua Desembargador Joaquim Barbosa de Almeida 413 Sao Paulo, SP, 05463-010 Brazil

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 30<sup>th</sup> day of April, 2018

**Registered Agent:**

CF Registered Agent, Inc.

By: Robert B. Macaulay  
Robert B. Macaulay, Authorized Representative

3. The foregoing Amended and Restated Articles of Incorporation was adopted by the sole Incorporator of the Company on April 30, 2018, by written consent, in accordance with Section 607.1005, before the issuance of shares.

4. As of this date and as of the date of the adoption of these Amended and Restated Articles of Incorporation, none of the Company's 10,000 shares of authorized common stock have been issued.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Incorporation on this 30<sup>th</sup> day of April, 2018.

Orange Jasmine REFLA Inc., a Florida corporation

By: Robert B. Macaulay  
Robert B. Macaulay, Incorporator