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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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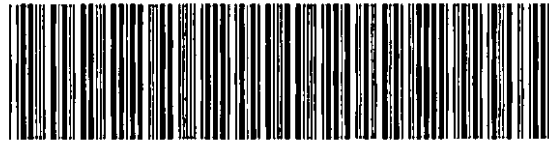
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

✓

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Minus Way, Inc.  
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jose Paulo Jayma

Name of Person

Minus Way, Inc.

Firm/Company

1031 Ives Dairy Road Suite 228

Address

Miami, Florida 33179

City/State and Zip code

jjayma@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Anthony Horgan at (213) 785-7855 ext 2  
Name of Person Area Code Daytime Telephone Number

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Minus Way, Inc  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 84-3591529  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/1/2019 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)
6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 1031 Ives Dairy Road Suite 228, Miami, FL 33179  
(Principal office street address)
- \_\_\_\_\_  
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Jose Paulo Jayma

Office Address: 1031 Ives Dairy Road Suite 228

Miami, Florida 33179  
(City) (Zip code)

9. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



\_\_\_\_\_  
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

☐Chairman Name: Jose Paulo Jayma  
☐Vice Chairman Address: 1031 Ives Dairy Road Suite 228  
☒Director Miami, FL 33179  
☐President  
☐Vice President  
☐Secretary ☐Treasurer  
☐Other ☐Other

☐Chairman Name:  
☐Vice Chairman Address:  
☐Director  
☐President  
☐Vice President  
☐Secretary ☐Treasurer  
☐Other ☐Other


☐Chairman Name:  
☐Vice Chairman Address:  
☐Director  
☐President  
☐Vice President  
☐Secretary ☐Treasurer  
☐Other ☐Other

☐Chairman Name: Jose Paulo Jayma  
☐Vice Chairman Address: 1031 Ives Dairy Road Suite 228  
☐Director Miami, FL 33179  
☒President  
☐Vice President  
☒Secretary ☒Treasurer  
☐Other ☐Other

☐Chairman Name:  
☐Vice Chairman Address:  
☐Director  
☐President  
☐Vice President  
☐Secretary ☐Treasurer  
☐Other ☐Other

☐Chairman Name:  
☐Vice Chairman Address:  
☐Director  
☐President  
☐Vice President  
☐Secretary ☐Treasurer  
☐Other ☐Other

Important Notice: Use an attachment to report more than six (6). The attachment will be intaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12.   
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Jose Paulo Jayma, Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

# Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MINUS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF OCTOBER, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MINUS, INC." WAS INCORPORATED ON THE FIRST DAY OF OCTOBER, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.


FILED  
20 DEC 13 PM 1:45  
WAS  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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SR# 20197478594

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State

Authentication: 203764468

Date: 10-10-19

# CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF MINUS, INC.

Minus, Inc. (the "**Corporation**"), a corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. This Certificate of Amendment (the "**Certificate of Amendment**") amends the provisions of the Corporation's Certificate of Incorporation filed with the Secretary of State on October 1, 2019 (the "**Certificate of Incorporation**").
2. Article I of the Certificate of Incorporation is hereby amended and restated in its entirety as follows:
  1. The name of this corporation is Minus Way, Inc. (the "**Corporation**").
3. This amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
4. All other provisions of the Certificate of Incorporation shall remain in full force and effect.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by Jose Paulo Jayma, its Secretary, this 18th day of November, 2019.

By



Jose Paulo Jayma

Secretary

2019 DEC 13 PM 1:45  
DELAWARE SECRETARY OF STATE  
JANET HASSER  
FLORENCE