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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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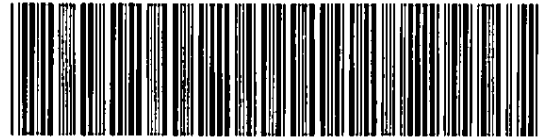
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

2/15/21

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Viral Strategy Group, 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:

Adriano Masciarelli/Richard L. Berry, III

Name of Person

Viral Strategy Group, Inc.

Firm/Company

2875 South Ocean Blvd, Suite 200-43

Address

Palm Beach, FLA 33480

City/State and Zip code

adriano@viralstrategygroup.com / richard@viralstrategygroup.com

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

For further information concerning this matter, please call:

Richard L. Berry, III

at (562) 221-8382

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. Viral Strategy Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

VSG, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 86-2408796
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03/03/2021 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. 2875 South Ocean Blvd, Suite 200, Palm Beach, FLA 33480
(Principal office street address)

2875 SOUTH OCEAN BLVD., SUITE 200-43, PALM BEACH, FL
(Current mailing address, if different) 33480

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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, 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.*

By: Corporation Service Company

Jennifer M. Weeks
(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: Adriano Masciarelli

☐ Vice Chairman Address: 2875 South Ocean Blvd, Suite 200-43
PALM BEACH, FL 33480

☒ Director _____

☒ President _____

☐ Vice President _____

☐ Secretary _____ ☐ Treasurer _____

☐ Other _____ ☐ Other _____

☐ Chairman Name: Richard L. Berry, III

☐ Vice Chairman Address: 2875 South Ocean Blvd, Suite 200-43
PALM BEACH, FLA. 33480

☒ Director _____

☒ 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: _____

☐ Vice Chairman Address: _____

☐ Director _____

☐ President _____

☐ Vice President _____

☐ Secretary _____ ☐ Treasurer _____

☐ Other _____ ☐ Other _____

☐ Chairman Name: _____

☐ Vice Chairman Address: _____

☐ Director _____

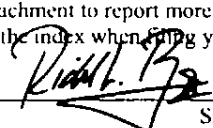
☐ President _____

☐ Vice President _____

☐ Secretary _____ ☐ Treasurer _____

☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged 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. Richard L. Berry, III, Co-CEO, Director, Officer
(Typed or printed name and capacity of person signing application)

**STATEMENT OF INCORPORATOR
IN LIEU OF ORGANIZATION MEETING
OF
VIRAL STRATEGY GROUP INC.**

THE UNDERSIGNED, being the Authorized Person ("Incorporator") of VIRAL STRATEGY GROUP INC., a corporation of the State of Delaware does hereby adopt the following resolutions and takes the following action by written consent in lieu of a meeting.

RESOLVED, that a copy of the Certificate of Formation of VIRAL STRATEGY GROUP INC., as filed in the Office of the Secretary of State of Delaware on March 4, 2021 be, and the same hereby is, ordered filed in the minute book of the corporation; and

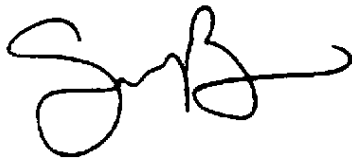
RESOLVED that the number of initial Directors forming this corporation shall be at least one (1); and

RESOLVED, that from March 4, 2021 hence, the undersigned has fulfilled the duties of Incorporator and relinquishes all further duties to the Directors/Officers of VIRAL STRATEGY GROUP INC., and

RESOLVED, that simultaneous with the Incorporator's transfer of all further duties to the Directors/Officers, the said Incorporator resigns such office effective March 4, 2021; and

RESOLVED, that the following named persons shall constitute the initial Directors of VIRAL STRATEGY GROUP INC.:

Adriano Antonio Masciarelli, Richard Lee Berry

A handwritten signature in black ink, appearing to be 'SMB', written over a horizontal line.

the Incorporator on March 4, 2021.

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIRAL STRATEGY GROUP 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 SEVENTH DAY OF APRIL, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VIRAL STRATEGY GROUP INC." WAS INCORPORATED ON THE FIRST DAY OF MARCH, A.D. 2021.

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

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

5309807 8300

SR# 20211210048

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202918371

Date: 04-07-21

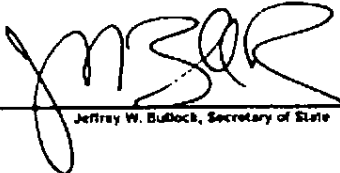
Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF INCORPORATION OF "VIRAL STRATEGY
GROUP INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH,
A.D. 2021, AT 9:59 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5309807 8100
SR# 20211210048

Authentication: 202918376
Date: 04-07-21

You may verify this certificate online at corp.delaware.gov/authver.shtml

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION

- **First:** The name of this Corporation is Viral Strategy Group Inc.
- **Second:** Its registered office in the State of Delaware is to be located at 1221 College Park Dr Suite 116 Street, in the City of Dover, DE
County of Kent Zip Code 19904. The registered agent in charge thereof is LegalCorp Solutions, LLC
- **Third:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **Fourth:** The amount of the total stock of this corporation is authorized to issue is 5000000 shares (number of authorized shares) with a par value of 1.00 per share.
- **Fifth:** The name and mailing address of the incorporator are as follows:
Name Sonia Becerra
Mailing Address 3 Greenway Plaza #1320
Houston, TX Zip Code 77046
- **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 01 day of March, A.D. 20 21.

BY: _____

(Incorporator)

NAME: Sonia Becerra

(type or print)