

L21000 322434

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

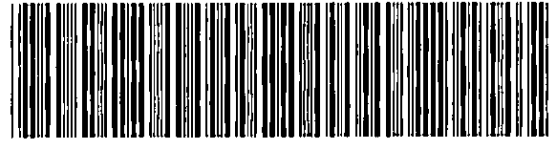
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600369903926

FILED

2021 JUL 13 PM 12:04
CLERK OF STATE
TALLAHASSEE, FL

2021 JUL 13 PM 4:04

Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.incserv.com
e-mail: accounting@incserv.com



ORDER FORM

TO Florida Department of State
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Moreau
mmoreau@incserv.com
850.656.7953

REQUEST DATE 7/13/2021

PRIORITY Regular Approval

OUR REF. # (Order ID#) 933282

ORDER ENTITY
MATHESON PROPERTIES, S.A.

PLEASE PERFORM THE FOLLOWING SERVICES:

MATHESON PROPERTIES, S.A. (FL)

File the attached Articles of Domestication and subsequent Articles of Organization and provide a certified copy.

NOTES:

\$180.00 Authorized

Email address for annual report reminders: radiv@incserv.com

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "Wb".

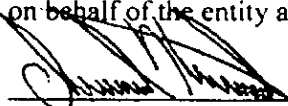
Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

ARTICLES OF DOMESTICATION

In accordance with 605.1055, Florida Statutes, the Articles of Domestication are submitted for filing:

1. The date on which the entity was first formed was: July 6, 1973
2. The name of the entity immediately prior to the filing of the Articles of Domestication was: Matheson Properties, S.A.
3. Attached are Florida Articles of Organization to complete the domestication requirements pursuant to s. 605.0201.
4. The effective date of the domestication is the date of filing of these Articles of Domestication.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the entity or any other equivalent jurisdiction under applicable law, immediately before the filing of the Articles of Domestication was: Panama
6. The domestication has been approved in accordance with the laws of the jurisdiction of formation of the domesticating entity.
7. Attached is a certificate of status or equivalent document, if any, from the domesticating jurisdiction of formation, pursuant to s. 605.1055(3), Florida Statutes.

The undersigned Authorized Representatives have signed these Articles of Domestication on behalf of the entity as of this 9th day of July, 2021.



Authorized Signature
Israel Kopel, authorized person

Authorized Signature
Reuben Kopel, authorized person

ARTICLES OF DOMESTICATION

In accordance with 605.1055, Florida Statutes, the Articles of Domestication are submitted for filing:

1. The date on which the entity was first formed was: July 6, 1973
2. The name of the entity immediately prior to the filing of the Articles of Domestication was: Matheson Properties, S.A.
3. Attached are Florida Articles of Organization to complete the domestication requirements pursuant to s. 605.0201.
4. The effective date of the domestication is the date of filing of these Articles of Domestication.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the entity or any other equivalent jurisdiction under applicable law, immediately before the filing of the Articles of Domestication was: Panama
6. The domestication has been approved in accordance with the laws of the jurisdiction of formation of the domesticating entity.
7. Attached is a certificate of status or equivalent document, if any, from the domesticating jurisdiction of formation, pursuant to s. 605.1055(3), Florida Statutes.

The undersigned Authorized Representatives have signed these Articles of Domestication on behalf of the entity as of this 9th day of July, 2021.

Authorized Signature
Israel Kopel, authorized person



Authorized Signature
Reuben Kopel, authorized person

FILED
2021 JUL 13 PM 12:05
CLERK OF STATE
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION
OF**

MPSA LEGACY, LLC

(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is **MPSA LEGACY, LLC** (hereinafter, the "Company").

ARTICLE II. MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is **INCORPORATING SERVICES, LTD.**, 1540 Glenway Drive, Tallahassee, FL 32301.

ARTICLE III. AUTHORIZED PERSONS

The name and street address of the individuals authorized to manage and control the Company are:

<u>Name and Address</u>	<u>Title</u>
ISRAEL KOPEL 12700 Biscayne Boulevard, Suite 300 North Miami, FL 33181	Manager
REUBEN KOPEL 330 East 75 th Street, #15BC New York, NY 10021	Manager

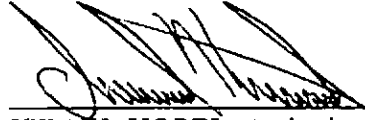
FILED
2021 JUL 13 PM 12:05
CLERK OF STATE
TALLAHASSEE, FL

The rights, duties, and obligations of the Members and the Managers of the Company shall be as set forth in the Operating Agreement of the Company.

ARTICLE IV. REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and its registered office are **INCORPORATING SERVICES, LTD.**, 1540 Glenway Drive, Tallahassee, FL 32301.

The undersigned Authorized Representatives have executed these Articles of Organization as of this 9th day of July, 2021.

A handwritten signature in black ink, appearing to read 'Israel KoPel', is written over a horizontal line.

ISRAEL KOPEL, Authorized Representative

REUBEN KOPEL, Authorized Representative

The undersigned Authorized Representatives have executed these Articles of Organization as of this 9th day of July, 2021.

ISRAEL KOPEL, Authorized Representative



REUBEN KOPEL, Authorized Representative

FILED

2021 JUL 13 PM 12:05

CLERK OF STATE
TALLAHASSEE, FL

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for **MPSA LEGACY, LLC** at the place designated in Article IV of the Articles of Organization, 1540 Glenway Drive, Tallahassee, FL 32301, hereby accepts the appointment as registered agent, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. **INCORPORATING SERVICES, LTD.** is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.

INCORPORATING SERVICES, LTD.

By: Melissa A. Moreau
Name: Melissa A. Moreau
Its: Assistant Secretary

Date: July 12th, 2021



Registro Público de Panamá

FIRMAO POR: UMBERTO ELIAS
PEDRESCHI PIMENTEL
FECHA: 2021.06.25 10:54:51 -05:00
MOTIVO: SOLICITUD DE PUBLICIDAD
LOCALIZACIÓN: PANAMA, PANAMA

CERTIFICADO DE PERSONA JURÍDICA

CON VISTA A LA SOLICITUD

231199/2021 (0) DE FECHA 06/25/2021

QUE LA SOCIEDAD

MATHESON PROPERTIES, S.A.

TIPO DE SOCIEDAD: SOCIEDAD ANONIMA

SE ENCUENTRA REGISTRADA EN (MERCANTIL) FOLIO Nº 401389 (S) DESDE EL VIERNES, 06 DE JULIO DE 1973

- QUE LA SOCIEDAD SE ENCUENTRA VIGENTE

- QUE SUS CARGOS SON:

SUSCRIPTOR: OLMEDO ANGEL ROSAS

SUSCRIPTOR: MARISIN MARCELA ROJAS

SUSCRIPTOR: OLMEDO ANGEL ROSAS

SUSCRIPTOR: MARISIN MARCELA ROJAS

DIRECTOR: SUNDANCE TRADING INC.

DIRECTOR: LEON KOPEL(FORTUNA MORJAIN DE KOPEL SUPLENTE)

DIRECTOR: JAIME KOPEL(MARCIA TERNER DE KOPEL SUPLENTE)

PRESIDENTE: SUNDANCE TRADING INC.

VICEPRESIDENTE: LEON KOPEL

TESORERO: JAIME KOPEL

SECRETARIO: JAIME KOPEL

AGENTE RESIDENTE: ARIAS, ALEMAN & MORA

- QUE LA REPRESENTACIÓN LEGAL LA EJERCERÁ:

EL PRESIDENTE Y EN SUS AUSENCIAS TEMPORALES O ABSOLUTAS CUALQUIERA DE LOS DIGNATARIOS CONJUNTAMENTE CON EL SECRETARIO..

- QUE SU CAPITAL ES DE 10,000.00 DÓLARES AMERICANOS

EL CAPITAL SOCIAL ESTARA REPRESENTADO POR DIEZ MIL DOLARES (US\$10,000.00 MONEDA DE CURSO LEGAL DE LOS ESTADOS UNIDOS DE AMERICA, DIVIDIDO EN DOS MIL (2,000) ACCIONES DE UN VALOR NOMINAL DE CINCO DOLARES (US\$5.00), MONEDA DE CURSO LEGAL DE LOS ESTADOS UNIDOS DE AMERICA, CADA UNA.

- QUE SU DURACIÓN ES PERPETUA

- QUE SU DOMICILIO ES PANAMÁ, PROVINCIA PANAMÁ

ENTRADAS PRESENTADAS QUE SE ENCUENTRAN EN PROCESO

NO HAY ENTRADAS PENDIENTES.

EXPEDIDO EN LA PROVINCIA DE PANAMÁ EL VIERNES, 25 DE JUNIO DE 2021 A LAS 10:11 A.M.. NOTA: ESTA CERTIFICACIÓN PAGÓ DERECHOS POR UN VALOR DE 30.00 BALBOAS CON EL NÚMERO DE LIQUIDACIÓN 1403048349



Valide su documento electrónico a través del CÓDIGO QR impreso en el pie de página o a través del Identificador Electrónico: 30CD5265-FE9A-440B-A9C8-E7F7F4ED895F
Registro Público de Panamá - Vía España, frente al Hospital San Fernando
Apartado Postal 0830 - 1596 Panamá, República de Panamá - (507)501-6000



REPÚBLICA DE PANAMÁ

APOSTILLE

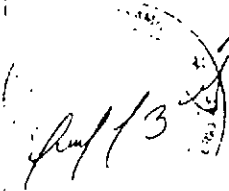
(Convention de la Haye du 5 octobre 1961)

1. En Panamá el presente documento público
2. ha sido firmado por **Umberto Elias Pedreschi Pimentel**
3. quien actúa en calidad de **Jefe de Certificaciones**
4. lleva el sello/timbre de **Registro Público**

Certificado

5. en **Ministerio de Relaciones Exteriores de Panamá**
6. el día **30 de junio de 2021**
7. por **Departamento de Autenticación y Legalización**
8. Número **2021-299005-588077**
9. Sello / Timbre
10. Firma del funcionario

Nº 556248



Jennifer Pérez Guevara

Jennifer Pérez Guevara
CERTIFICADOR



Translation



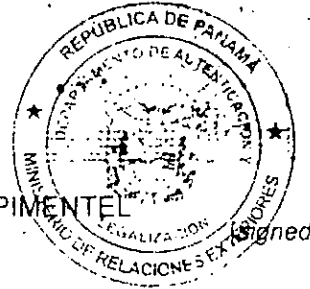
Public Registry of Panama

Signed by: UMBERTO ELIAS PEDRESCHI PIMENTEL

Date: 2021.06.25 10:54:51 -05:00

Reason: Request for publication

Location: Panama, Panama



CERTIFICATE OF LEGAL PERSON
REGARDING TO APPLICATION

231199/2021 (0) DATED 25/June/2021

THAT THE CORPORATION

MATHESON PROPERTIES, S.A.

TYPE OF COMPANY: **CORPORATION**

IS REGISTERED IN (MERCANTILE) FOLIO NO. **401389 (S)** AS OF **FRIDAY, JULY 6TH, 1973.**

- THAT THE COMPANY IS **IN EXISTENCE.**

- THAT ITS POSTS ARE:

SUBSCRIBER: OLMEDO ANGEL ROSAS

SUBSCRIBER: MARISIN MARCELA ROJAS

SUBSCRIBER: OLMEDO ANGEL ROSAS

SUBSCRIBER: MARISIN MARCELA ROJAS

DIRECTOR: SUNDANCE TRADING INC.

DIRECTOR: LEON KOPEL (FORTUNA MORJAIN DE KOPEL ASSISTANT)

DIRECTOR: JAIME KOPEL (MARCIA TERNER DE KOPEL ASSISTANT)

PRESIDENT: SUNDANCE TRADING INC.

VICEPRESIDENT: LEON KOPEL

TREASURER: JAIME KOPEL

SECRETARY: JAIME KOPEL

RESIDENT AGENT: ARIAS, ALEMAN & MORA

ELSA E. CALLABA

Traductor Público Autorizado
Authorized public Translator
Resol. No. 20 Feb. 5/88

- THAT THE LEGAL REPRESENTATION SHALL BE EXERCISED BY:
THE PRESIDENT AND IN HIS/HER TEMPORARY OR ABSOLUTE
ABSENCES, BY ANY OFFICERS JOINTLY WITH THE SECRETARY.
- THAT ITS CAPITAL IS OF 10,000.00 US DOLLARS.
THE CAPITAL STOCK SHALL BE REPRESENTED BY TEN THOUSAND US
DOLLARS (US\$10,000.00) LEGAL CURRENCY OF THE UNITED STATES
OF AMERICA, DIVIDED INTO TWO THOUSAND (2,000) SHARES WITH A
NOMINAL VALUE OF FIVE DOLLARS (US\$5.00) LEGAL CURRENCY OF
THE UNITED STATES OF AMERICA, EACH.
- THAT ITS DURATION IS PERPETUAL
- THAT ITS DOMICILE IS PANAMA, PROVINCE OF PANAMA

SUBMITTED ENTRIES THAT ARE IN PROCESS

THERE ARE NOT PENDING ENTRIES.

**ISSUED IN THE PROVINCE OF PANAMA, ON FRIDAY JUNE 25TH, 2021 AT
10:11 A.M.**

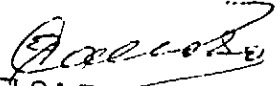
NOTE: THIS CERTIFICATE PAID DUTIES IN THE AMOUNT OF B/.30.00
UNDER VOUCHER NO. 1403048349.

Please validate your electronic document through the QR Code printed at the bottom of this page or through

the Electronic Identifier: 30CD5265-FE9A-440B-A9C8-E7F74ED895F

Public Registry of Panama – Via Espana, opposite the San Fernando Hospital

PO Box 0830 – 1596 Panama, Republic of Panama – (507) 501-6000


ELSA E. CALLABA
Traductor Público Autorizado
Authorized public Translator
Resol. No. 20 Feb. 5/88



REPUBLIC OF PANAMA

APOSTILLE

(Convention of The Hague of October 5th, 1961)

1. In Panama the present public document
2. Has been signed by Umberto Elias Pedreschi Pimentel
3. Acting in the capacity of Certifications Chief
4. Bears the seal/stamp of the Public Registry

CERTIFIED

5. At the Ministry of Foreign Affairs of Panama
6. On the 30th day of June, 2021
7. By the Authentication and Legalization Department
8. Under number 2021-299005-588077
9. Seal/Stamp Tax: (There appears a seal of the Ministry of Foreign Affairs)
10. Signature: (Signed)

Jennifer Perez Guevara

Certifier

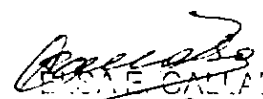
No. 556248

=====

THE FOREGOING IS A TRANSLATION INTO ENGLISH OF THE DOCUMENT
IN SPANISH PRESENTED TO ME.

PANAMA, JULY 2ND, 2021.

The translator is not responsible for the source or legality of the contents of the document.


ENAILE GALLADA
Traductor Público Autorizado
Autorized public Translator
Resol. No. 20 Feb. 5/03



REPÚBLICA DE PANAMÁ

APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. En Panamá el presente documento público
2. ha sido firmado por **Elsa Callaba de Haro**
3. quien actúa en calidad de **Traductora Pública Autorizada**
4. lleva el sello/timbre de **República de Panamá**

Certificado

5. en **Ministerio de Relaciones Exteriores de Panamá**
6. el día **6 de julio de 2021**
7. por **Departamento de Autenticación y Legalización**
8. Número **2021-300167-590149**
9. Sello / Timbre
10. Firma del funcionario



Gretel Kabeth Bonilla
CERTIFICADOR



Nº 554426