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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
OTP MANAGERS, INC**

Certificate of Status	0
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF OTP MANAGERS, INC**

Pursuant to Section 607.1007 of the Business Corporation Act of the State of Florida, the undersigned, being the Directors of **OTP MANAGERS, INC** (hereinafter the "Corporation"), a Florida corporation, and desiring to amend and restate its Articles of Incorporation, the undersigned do hereby certify as follows:

FIRST: The original Electronic Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on MAY 6, 2011, Document No. P11000043972, and were amended by Articles of Amendment to Articles of Incorporation of the Corporation filed on June 14, 2011 (collectively, the "Articles of Incorporation").

SECOND: Pursuant to Section 607.1003 and 607.1007 of the Florida Business Corporation Act, these Amended and Restated Articles of Incorporation restate in its entirety and integrate and further amend the provisions of the Articles of Incorporation of this Corporation.

THIRD: These Amended and Restated Articles of Incorporation have been adopted by all the Directors of the Corporation and its shareholders on May 11, 2020.

FOURTH: The text of the Amended and Restated Articles of Incorporation as heretofore restated in its entirety is hereby restated and further amended as herein set forth in full:

**ARTICLE I
NAME**

The name of the Corporation is:

OTP MANAGERS, INC

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

18205 Biscayne Boulevard, Suite 2202
Aventura, FL 33160

**ARTICLE III
PURPOSE**

The Corporation may transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

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ARTICLE IV

The number of shares the corporation is authorized to issue is:

100

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is:

18205 Biscayne Boulevard, Suite 2202, Aventura, Florida 33160.

The name of the Corporation's registered agent at that office is:

Jorge Linkewer.

**ARTICLE VI
DIRECTORS**

The officers and directors of the Corporation are:

President/Director:

Jorge Linkewer
18205 Biscayne Boulevard, Suite 2202
Aventura, FL 33160

Vice President/Director:

Daniel Halberstein
18205 Biscayne Boulevard, Suite 2202
Aventura, FL 33160

Treasurer/Director:

Jacob Serfati
18205 Biscayne Boulevard, Suite 2202
Aventura, FL 33160

Secretary/Director:

Mario Grosfeld
18205 Biscayne Boulevard, Suite 2202
Aventura, FL 33160

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ARTICLE VII LIABILITY

To the fullest extent permitted by Florida law as the same exists or as may hereafter be amended, no director of the Corporation shall be personally liable to the Corporation or its stockholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation. Any amendment or repeal of this ARTICLE VII will not eliminate or reduce the effect of any right or protection of a director of the Corporation existing immediately prior to such amendment or repeal.

FIFTH: The foregoing amendments were adopted by all the Directors and all the shareholders of the Corporation pursuant to sections 607.0821 and 607.0704 of the Florida Business Corporation Act on May 11, 2020. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 11th day of May 2020.

By: 

Jorge Linkewer, President/Director.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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 obligation of my position as registered agent.

By: 

Jorge Linkewer

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SERBER & ASSOC.
TALLAHASSEE, FL 32301