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# FLORIDA PROFIT/NON PROFIT CORPORATION REGINA VICTORIA MARINE COVERINGS & INTERIORS, INC.

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09/10/12

# ARTICLES OF INCORPORATION REGINA VICTORIA MARINE COVERINGS & INTERIORS, INC.

#### Article I - Name

The name of this corporation is REGINA VICTORIA MARINE COVERINGS & INTERIORS, INC.

### Article II - Purpose

This corporation is organized as a real estate holding company, to provide quality yacht interior services, actively participate in commerce, and for all other lawful businesses.

#### Article III- Capital Stock

This corporation is authorized to issue One Million (1,000,000) shares of One and No/100 (\$1.00) Dollars par value common stock.

#### Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article V - Initial Principal, Registered Office and Agent

The initial principal address of this corporation is 650 NW 20 Avenue, Miami, Florida 33125. The name of the initial Registered Agent of this Corporation is Ricardo Martinez-Cid, of 1699 Coral Way, Suite 510, Miami, Florida 33145.

#### Article VI - Initial Board of Directors and Officers

This corporation shall have three (3) directors initially. The number of directors may either increase or diminish, from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are Ariel Marcelo Barros of 650 NW 20 Avenue, Miami, Florida 33125, Roberto Gabriel Barros, of 650 NW 20 Avenue, Miami, Florida 33125, who will also respectively serve as initial President, and Vice President and Secretary-Treasurer, and Orlando Gonzalez, of 650 NW 20 Avenue, Miami, Florida 33125, will serve as one of three initial directors, of 650 NW 20 Avenue, Miami, Florida 33125.

Prepared by: Ricardo Martinez-Cid 1699 Coral Way, Suite 510, Miami, Florida 33345-2860 Telephone (305) 859-7494/ Facsimile (305) 858-2513 FLORIDA BAR NO. 157029 / AUDIT NUMBER: H12 000223569 3

## Article VII - Incorporator

The name and address of the person signing these Articles is Ricardo Martinez-Cid, Esq., of 1699 Coral Way, Suite 510, Miami, Florida 33145, as attorney, for and on behalf of Ariel Marcelo Barros, of 650 NW 20 Avenue, Miami, Florida 33125, and Roberto Gabriel Barros, of 650 NW 20 Avenue, Miami, Florida 33125.

## Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence five (5) days before these articles are filed with the State of Florida, Secretary of State.

## Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this September 10, 2011.

Ricardo Martinez old

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Prepared by: Ricardo Martinez-Cid 1699 Coral Way, Suite 510, Miami, Florida 33345-2860 Telephone (305) 859-7494/ Facsimile (305) 858-2513 FLORIDA BAR NO. 157029 / AUDIT NUMBER: H12 000223569 3

s.s.

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned Notary Public, personally appeared Ricardo Martinez-Cid, who provided his Florida driver's license as identification, and he acknowledged before me that he executed the foregoing articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida, this September 10, 2011.



NOTARY PUBLIC STATE OF ALCRIDA

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33345-2860
Telephone (305) 859-7494/ Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H12 000223569 3

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#### CERTIFICATE DESIGNATING THE ADDRESS AND

#### AN AGENT UPON WHOM PROCESS MAY BE SERVED

#### WITNESSETH:

That REGINA VICTORIA MARINE COVERINGS & INTERIORS, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named Ricardo Martinez-Cid, located at 1699 Coral Way, Suite 510, Miami, Florida 33145, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of

## REGINA VICTORIA MARINE COVERINGS & INTERIORS, INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this September 10, 2011.

Ricardo Martines Cid Registered Agent

Prepared by: Ricardo Martinez-Cid 1699 Coral Way, Suite 510, Miami, Florida 33145-2860 Telephone (305) 859-7494/ Facsimile (305) 858-2513 FLORIDA BAR NO. 157029 / AUDIT NUMBER: H12 000223569 3 12 SEP 11 ANTI: 43

## ASSIGNMENT OF SUBSCRIPTION RIGHTS

FOR VALUE RECEIVED, I hereby irrevocably assign all my title and or membership interest, as incorporator or other wise, in or to REGINA VICTORIA MARINE COVERINGS & INTERIORS, INC., a Florida corporation, to ARIEL MARCELO BARROS and ROBERTO GABRIEL BARROS.

IN WITNESS WHEREOF, the foregoing assignment was executed and delivered by me this September 10, 2011, in Miami, Florida.

Ricardo Martinez-Cid

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