

**Electronic Articles of Incorporation
For**

P13000070953
FILED
August 26, 2013
Sec. Of State
tchang

RC BRANDS HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RC BRANDS HOLDINGS, INC.

Article II

The principal place of business address:

2915 BISCAYNE BOULEVARD
SUITE 303
MIAMI, FL. 33137

The mailing address of the corporation is:

2915 BISCAYNE BOULEVARD
SUITE 303
MIAMI, FL. 33137

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

5,000

Article V

The name and Florida street address of the registered agent is:

AURORA MORTIMER
2915 BISCAYNE BOULEVARD
SUITE 303
MIAMI, FL. 33137

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: AURORA MORTIMER

P13000070953
FILED
August 26, 2013
Sec. Of State
tchang

Article VI

The name and address of the incorporator is:

DANIEL HOLTZ
2915 BISCAYNE BOULEVARD
SUITE 303
MIAMI, FL 33137

Electronic Signature of Incorporator: DANIEL HOLTZ

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
DANIEL M HOLTZ
2915 BISCAYNE BOULEVARD SUITE 303
MIAMI, FL. 33137

Article VIII

The effective date for this corporation shall be:

09/15/2013