

**PH00002945**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : CORPORATE CREATIONS INTERNATIONAL  
Account Number : 110432003053  
Phone : (561)694-8107  
Fax Number : (561)828-2262

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FLORIDA PROFIT/NON PROFIT CORPORATION  
UPGRADE HOLDINGS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
UPGRADE HOLDINGS, INC.

### Article II. Address

The street address of the Corporation's initial principal office is:  
UPGRADE HOLDINGS, INC.  
1110 Brickell Avenue – Suite 310  
Miami FL 33131

### Article III. Mailing Address

The mailing address of the Corporation's initial principal office is:  
UPGRADE HOLDINGS, INC.  
1110 Brickell Avenue – Suite 310  
Miami FL 33131

### Article IV. Registered Agent

The name and address of the Corporation's registered agent is:  
NS Corporate Services Inc.  
1110 Brickell Avenue – Suite 310  
Miami FL 33131

Nelson Slosbergas, P.A.  
1110 Brickell Ave Ste 310  
Miami FL 33131  
305-374-0030

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Article V. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Murilo Cabezón Campelli

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article VI. Capital Stock

The Corporation shall have the authority to issue 5,000 shares of common stock, par value \$.01 per share.

Article VII. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.

11380 Prosperity Farms Road #221E

Palm Beach Gardens

FL 33410

Article VIII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 1, 2014.

The undersigned incorporator executed these Articles of Incorporation on 4/1/2014.



CORPORATE CREATIONS INTERNATIONAL INC.

Taide Sanchez

Vice President

by Lauren Vadney as attorney-in-fact

Nelson Slosbergas, P.A.  
1110 Brickell Ave Ste 310  
Miami FL 33131  
305-374-0030

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

**UPGRADE HOLDINGS, INC.**

**REGISTERED AGENT/OFFICE:**

**NS Corporate Services Inc.**

**1110 Brickell Avenue – Suite 310**

**Miami**

**FL 33131**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**NS CORPORATE SERVICES INC.  
by Lauren Vadney as attorney-in-fact**

**Date: 4/1/2014.**

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TALLAHASSEE FLORIDA  
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