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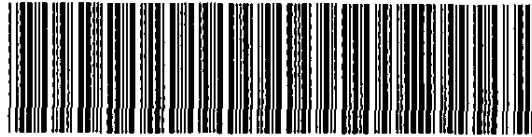
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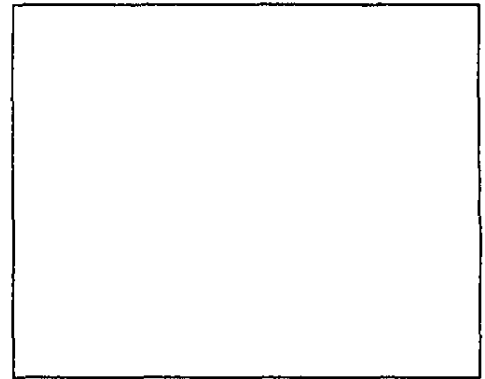
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ENTITY NAME:

BARTHLEY INTERNATIONAL, INC.

CK# 6453 FOR \$128.75

PLEASE FILE THE ATTACHED DOMESTICATION & RETURN THE FOLLOWING:

XXX CERTIFIED COPY

___ STAMPED COPY

___ CERTIFICATE OF STATUS

Examiner's Initials


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CERTIFICATE OF DOMESTICATION 2014 APR 29 AM 8:38

The undersigned, Jaime San Ignacio, as the sole Director of Barthley International Limited, a foreign Corporation, in accordance with F.S. 607.1801 does hereby certify:

1. The date on which corporation was formed was March 11, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the British Virgin Islands.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Barthley International Limited.
4. The name of the corporation, as set forth in its Articles of Incorporation to be filed pursuant to s. 607.0202 and 607.0401 with this certificate, is Barthley International, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the British Virgin Islands.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 607.1801.

Jaime San Ignacio, as the sole Director of Barthley International Limited, is authorized to sign this Certificate of Domestication on behalf of the corporation and has done so this the 24 day of APRIL, 2014.


Jaime San Ignacio, Sole Director

ARTICLES OF INCORPORATION

OF

BARTHLEY INTERNATIONAL, INC.

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The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be BARTHLEY INTERNATIONAL, INC. The address of the principal office of this corporation shall be 13644 Deering Bay Dr., Coral Gables, FL 33158, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 50,000 shares all of which shall be classified as common stock and have a par value of \$1.00 each.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial Officers and the Directors are:

Jaime San Ignacio
13644 Deering Bay Dr.
Coral Gables, FL 33158

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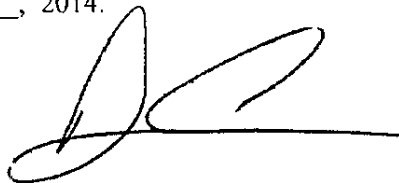
Sole Director, President
and Secretary

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Dennis Ginsburg, Esq.
Packman Neuwahl & Rosenberg
1500 San Remo Avenue, Suite 125
Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and
seal on the 24th day of April, 2014.



Dennis Ginsburg, Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

BARTHLEY INTERNATIONAL, INC.
2. The name and address of the registered agent and office is:

ATRIUM REGISTERED AGENTS, INC.
1500 SAN REMO AVENUE
SUITE 125
CORAL GABLES, FL 33146

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: _____

Dennis Ginsburg, Vice President

Date: April 29, 2014