

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000163807 3)))



H140001638073ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
 Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
 Account Number : FCA000000023
 Phone : (850) 222-1092
 Fax Number : (850) 878-5368

****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
Moto Capital Group Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

Handwritten signature and date: 07/10/14

Electronic Filing Menu

Corporate Filing Menu

Help

FILED

14 JUL -9 AM 11:37

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

14 JUL -9 PM 1:10

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

REF 0

**ARTICLES OF INCORPORATION
OF
MOTO CAPITAL GROUP INC.**

In compliance with Chapter 607, F.S.

ARTICLE I - CORPORATE NAME

The name of the Corporation shall be:

Moto Capital Group Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation shall be:

Moto Capital Group Inc.
c/o Jason B. Giller, P.A.
701 Brickell Ave.
24th Floor
Miami, FL 33131

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the United States and the Florida Business Corporation Act, as amended.

ARTICLE V - CAPITAL STOCK

A. Authorized Shares.

The Corporation shall have the authority to issue a total of One Million Five Hundred Thousand (1,500,000) shares, par value US\$1.00 per share (the "Shares"). Except as otherwise provided in these Articles of Incorporation, each Share shall have the same rights as and be identical in all respects to all the other Shares. Except as otherwise required by law, the shareholders shall be entitled to one vote per Share on all matters upon which the shareholders

FILED
14 JUL -9 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

shall be entitled to vote. There shall be no cumulative voting of the Corporation. Except as the board of directors may otherwise determine, no shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock, or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

B. Shares Acquired by the Corporation.

The Shares that have been acquired by the Corporation shall become treasury shares and may be resold or otherwise disposed of by the Corporation for such consideration as shall, be determined by the board of directors, unless or until the board of directors shall by resolution provide that any or all treasury shares so acquired shall constitute authorized, but unissued shares.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator are:

JASON B. GILLER
701 Brickell Ave.
24th Floor
Miami, FL 33131

ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have at least one director, with the exact number to be specified by the shareholders from time to time. The number of directors may be increased or decreased from time to time in accordance Florida Business Corporation Act, but shall never be less than one (1).

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify its officers and directors, or any former officers or directors of the Corporation, to the full extent permitted by applicable law. No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director, except as provided by Section 607.0850 of the Florida Business Corporation Act. If the Florida Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as amended. In the event that any of the provisions of this Article (including any provision within a single sentence) are held by a court of competent jurisdiction to be invalid, void or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

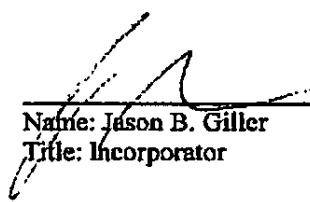
FILED
14 JUL -9 AM 11:37
CLERK OF THE
CITY OF MIAMI
TALLAHASSEE, FL 32304

ARTICLE IX - REGISTERED AGENT AND OFFICE

The name and the street address of the Corporation's Registered Agent is:

JASON B. GILLER
701 Brickell Ave.
24th Floor
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of July, 2014.

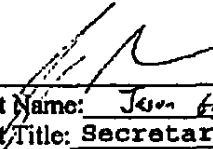

Name: Jason B. Giller
Title: Incorporator

FILED
14 JUL -9 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501(3) of the Florida Business Corporation Act.

JASON B. GILLER
701 Brickell Ave.
24th Floor
Miami, FL 33131

By: 
Print Name: Jason B. Giller
Print Title: Secretary
Registered Agent

FILED
14 JUL -9 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA