

**P1500005956**

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To:

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

From:

Account Name : RUSSELL S JACOBS, P.A.  
Account Number : I20130000069  
Phone : (305) 405-4444  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
HHG DEVELOPMENTS CORP.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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**ARTICLES OF INCORPORATION  
OF  
HHG DEVELOPMENTS CORP.  
A Florida Profit Corporation**

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The undersigned, for the purpose of forming a profit corporation under the Chapter 607, Florida Statutes, as amended hereby makes, acknowledges, and files these Articles of Incorporation.

**ARTICLE I  
Name**

The name of the corporation is **HHG Developments Corp.** (the "Corporation")

**ARTICLE II  
Address**

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

20700 West Dixie Highway  
Aventura Florida 33180

**ARTICLE III  
Duration**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV  
Purpose**

The Corporation is organized for the purpose of engaging in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended.

**ARTICLE V  
Authorized Shares**

The Corporation is authorized to issue One Thousand (1,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s), upon such terms, and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

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DIVISION OF CORPORATE  
REGISTRATION  
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**ARTICLE VI**  
**Preemptive Rights**

The Corporation elects to have preemptive rights. Every shareholder, upon sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his or her pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VII**  
**Registered Agent**

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

Russell S. Jacobs, P.A.  
20700 West Dixie Highway  
Aventura Florida 33180

**ARTICLE VIII**  
**Directors**

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by an amendment to the bylaws. The following shall constitute the initial Board of Directors:

Howard Sitzler  
c/o Russell S. Jacobs PA  
20700 West Dixie Highway  
Aventura Florida 33180

**ARTICLE IX**  
**Officers**

The officers of the Corporation shall be a President and Secretary and such other officers as may be provided for in by the Bylaws.

**ARTICLE X**  
**Amendments**

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present, or by written action or unanimous written consent of the Board of Directors; provided that notice of the intention to submit amendments shall have been given as provided by the Bylaws.

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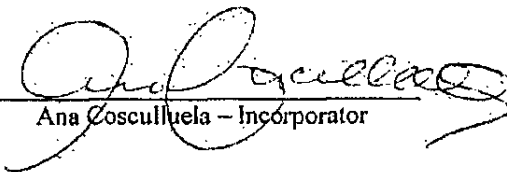
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**ARTICLE XI**  
**Incorporator**

The name and address of the Incorporator is:

Ana Cosculluela, Esq.  
Russell S. Jacobs, P.A.  
20700 West Dixie Highway  
Aventura Florida 33180

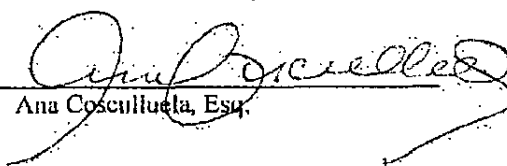
Dated: December 21, 2015

  
Ana Cosculluela – Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for BRN Capital Asset Class B Corp at the place designated in these Articles of Incorporation, hereby accepts the appointment as Registered Agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as Registered Agent, as provided for in Chapter 607, F.S.

Russell S. Jacobs, P.A. – Registered Agent

By:   
Ana Cosculluela, Esq.

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