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Florida Department of State
Division of Corporations
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Division of Corporations
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From:

Account Name : JUDITH KENNEY & ASSOCIATES, P.A.
Account Number : I20010000233
Phone : (305) 572-1020
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FLORIDA PROFIT/NON PROFIT CORPORATION

Branwell Property Holdings Corp.

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**ARTICLES OF INCORPORATION
OF
BRANWELL PROPERTY HOLDINGS CORP.**

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

BRANWELL PROPERTY HOLDINGS CORP.

(hereinafter the "Corporation").

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.01 per share.

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ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Judith Kenney
2001 Biscayne Boulevard, Suite 2209
Miami, Florida 33137

ARTICLE VI

The Corporation shall have four directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Marta Regina Fischer de Fernandez
1111 Brickell Avenue, Suite 1300
Miami, Florida 33131

Alexandra Aguirre
1111 Brickell Avenue, Suite 1300
Miami, Florida 33131

Marta Regina Fernandez Fischer
1111 Brickell Avenue, Suite 1300
Miami, Florida 33131

Luis Pedro Aguirre
1111 Brickell Avenue, Suite 1300
Miami, Florida 33131

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

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ARTICLE VII

The name and address of the incorporator of the Corporation is:

Judith Kenney
Judith Kenney & Associates, P.A.
2001 Biscayne Boulevard, Suite 2209
Miami, Florida 33137

ARTICLE VIII

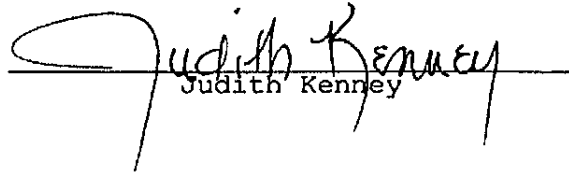
The mailing address and the street address of the Corporation's principal office shall be:

1111 Brickell Avenue, Suite 1300
Miami, Florida 33131

ARTICLE IX

This corporation shall indemnify, and shall advance expenses on behalf of, its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

Executed at Miami, Florida this 3rd day of June, 2015.


Judith Kenney

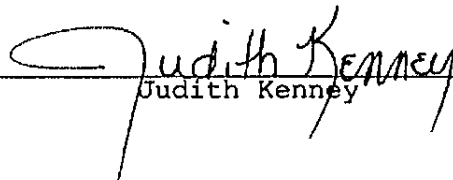
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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BRANWELL PROPERTY HOLDINGS CORP., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this June 3, 2015.


Judith Kenney

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