

Division of Corporations

Page of 2

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.

(((H16000062617 3)))



H160000626173ABCS

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 : FOWLER WHITE BURNETT P.A.
 Account Number : 071250001512
 Phone : (305) 789-9200
 Fax Number : (786) 437-4609

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

Email Address: lvega@fowler-white.com

RECEIVED

16 MAR 18 PM 12:30

SEAL OF THE FLORIDA
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

DOMESTICATION
VIVELU INVESTMENTS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$128.75

MAR 2 2016

S. GILBERT

Audit No. H16000062617 3

16 MAR 18 AM 12:07

CERTIFICATE OF DOMESTICATION

The undersigned, Pedro R. Parra and Leslie Scribani Gonzalez, as Authorized Representatives of CTC MANAGEMENT SERVICES, LLC, as President of VIVELU INVESTMENTS, INC., a Panamanian corporation, in accordance with Section 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was July 9, 2008.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the Republic of Panama.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was VIVELU INVESTMENTS, INC.
4. The name of the corporation as set forth in its Articles of Incorporation to be filed pursuant to Sections 607.0202 and 607.0401 with this Certificate is VIVELU INVESTMENTS, INC.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was the Republic of Panama.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 607.1801.

We are the Authorized Representatives of CTC MANAGEMENT SERVICES, LLC, as President of VIVELU INVESTMENTS, INC. and are authorized to sign this Certificate of Domestication on behalf of the corporation and have done so as of the 2nd day of March, 2016.

CTC MANAGEMENT SERVICES, LLC,
as President

By: 

Pedro R. Parra,
as Authorized Representative

And: 

Leslie Scribani Gonzalez,
as Authorized Representative

Audit No. H16000062617 3

Audit No. H16000062617 3

16 MAR 18 AM 12:07

ARTICLES OF INCORPORATION

OF

VIVELU INVESTMENTS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is: **VIVELU INVESTMENTS, INC.**

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

Authorized Capital

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of \$100.00 per share.

ARTICLE IV

Existence

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

ARTICLE V

Address

The principal office and mailing address of the corporation is:

1920 Tigertail Avenue
Miami, Florida 33133

Audit No. H16000062617 3

Audit No. H16000062617 3

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the corporation is 1820 Tigertail Avenue, Miami, Florida 33133, and the initial registered agent of the corporation at that address is Veronica Rojas.

ARTICLE VII

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VI, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VIII

Incorporator

The name and street address of the incorporator signing these Articles is:

Name

Veronica Rojas

Address

1920 Tigertail Avenue
Miami, Florida 33133

Audit No. H16000062617 3

ARTICLE IX

Board of Directors

This corporation shall have at least one (1) director. The number of directors may be either increased or decreased from time to time by amendment to the By-Laws adopted by the stockholders. The duties and manner of electing or appointing directors shall be as set forth in the By-Laws of the corporation.

The name and address of the initial director, who, unless otherwise provided by law or the corporation's By-Laws, shall serve in such capacity for the first year of existence of the corporation or until successors are elected or appointed and have qualified, whichever occurs sooner, are as follows:

<u>Name</u>	<u>Address</u>
Luis Eduardo Rojas	1920 Tigertail Avenue Miami, Florida 33133
Veronica Rojas	1920 Tigertail Avenue Miami, Florida 33133

ARTICLE X

Officers

The officers of this corporation shall include a President, Secretary and Treasurer. Other officers may be established or appointed by the Board of Directors as it may deem appropriate. The qualification, time and manner of election or appointment, the duties, terms of office, and manner of removing officers shall be as set forth in the corporation's By-Laws.

The names and addresses of the initial officers, who shall serve in the capacities indicated for the first year of existence of the corporation or until their successors are elected and have qualified, whichever occurs sooner, are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Luis Eduardo Rojas	1920 Tigertail Avenue Miami, Florida 33133	President and Treasurer
Veronica Rojas	1920 Tigertail Avenue Miami, Florida 33133	Vice President and Secretary

Audit No. H16000062617 3

ARTICLE XI

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17 day of March, 2016.


Veronica Rojas

Incorporator

CERTIFICATE DESIGNATING RESIDENT AGENT
AND REGISTERED OFFICE

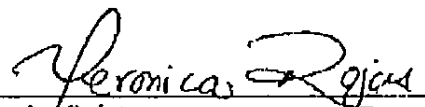
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

VIVELU INVESTMENTS, INC., desiring to organize under the laws of the State of Florida, hereby designates Veronica Rojas as its registered agent 1920 Tigertail Avenue, Miami, Florida 33133, as its registered office.

ACCEPTANCE

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Veronica Rojas

Registered Agent