

**Electronic Articles of Incorporation
For**

P16000080683
FILED
October 05, 2016
Sec. Of State
mtmoon

CHARLY USA CORPORATION

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

Article I

The name of the corporation is:

CHARLY USA CORPORATION

Article II

The principal place of business address:

465 BRICKELL AVENUE
1202
MIAMI, FL. US 33131

The mailing address of the corporation is:

465 BRICKELL AVENUE
1202
MIAMI, FL. US 33131

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000,000

Article V

The name and Florida street address of the registered agent is:

CT CORPORATION SYSTEM
1200 S PINE ISLAND RD
#250
PLANTATION, FL. 33324

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: NICOLE CHOUNARD

Article VI

The name and address of the incorporator is:

COULTER WRIGHT
465 BRICKELL AVENUE
1202
MIAMI, FLORIDA 33131

Electronic Signature of Incorporator: COULTER WRIGHT

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DIR
CHARLES MESSOW
465 BRICKELL AVENUE STE 1202
MIAMI, FL. 33131 US

Title: DIR
COULTER WRIGHT
465 BRICKELL AVENUE STE 1202
MIAMI, FL. 33131

Title: CEO
CHARLES MESSOW
465 BRICKELL AVENUE STE 1202
MIAMI, FL. 33131 US

Title: CFO
COULTER WRIGHT
465 BRICKELL AVENUE STE 1202
MIAMI, FL. 33131 US