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#### CERTIFICATE OF DOMESTICATION

The undersigned, as the sole Director (the "Director") of MACHIS OVERSEAS CORPORATION, a corporation organized under the laws of the British Virgin Islands pursuant to the BVI Business Companies Act 2004, under BVI Company No. 157741 of August 10th, 1995 (hereinafter the "Corporation"), in accordance with Florida Statutes Section 607.1801, does hereby certify that:

- The date on which the Corporation was first organized is August 10<sup>th</sup>, 1995. 1.
- The name of the Corporation immediately prior to the filing of this Certificate of 2. Domestication is MACHIS OVERSEAS CORPORATION.
- The name of the Corporation, as set forth in its Articles of Incorporation, to be 3. filed pursuant to Florida Statutes Sections 607.0120 and 607.0202 with this Certificate of Domestication, is MACHIS (FL) CORPORATION.
- 4. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent thereto under applicable law, immediately prior to the filing of the Certificate of Domestication, is the British Virgin Islands.
- 5. Attached hereto are the Articles of Incorporation to complete the domestication requirements pursuant to Florida Statutes Section 607.1801.

IN WITNESS WHEREOF, the undersigned, being the Director of the Corporation, is authorized to sign this Certificate of Domestication on behalf of the Corporation and has done so on this 27th day of December, 2016.

Micolás Confreras Foraza

# ARTICLES OF INCORPORATION OF MACHIS (FL) CORPORATION

# ARTICLE I - NAME

The name of this Corporation is Machis (FL) Corporation and its address is 200 South Biscayne Boulevard, Suite 4100, Miami, Florida 33131.

### ARTICLE II – DURATION

The incorporation shall be effective upon the filing of this Articles of Incorporation. The Corporation shall have perpetual existence.

#### ARTICLE III – PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, such stock being the only class of stock of the Company.

# ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is, 200 South Biscayne Boulevard, Suite 4100, Miami, Florida 33131.

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws. The name and address of the initial Director of this Corporation is:

Maria Amalia Peraza

200 South Biscayne Boulevard, Suite 4100,4Miami
Florida 33131.

# <u>ARTICLE VII – BYLAWS</u>

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or the Director.

# <u>ARTICLE VIII – INDEMNIFICATION</u>

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

# ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Ricardo J. Souto and his address is 200 S. Biscayne Boulevard, Suite 4100, Miami, FL 33131.

# ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of December, 2016.

Ricardo J. Souto, Incorporator

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# ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS **28** DAY OF DECEMBER, 2016.

CORPORATION COMPANY OF MIAMI, Registered Agent

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Name: RAUL To

Title: VIER PRESIBENT

FILED

SECRETAR OF STATE