## Florida Department of State

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FLORIDA PROFIT/NON PROFIT CORPORATION THM USA INC.

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TALLAHASSEE, FLORIDZ

### ARTICLES OF INCORPORATION

OF

#### THM USA INC.

#### ARTICLE I - NAME

The name of the corporation is THM USA INC. (hereinafter called the "Corporation").

#### **ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

#### ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 600 Brickell Avenue, Suite 3600, Miami Beach, Florida 33131 and the name of the initial registered agent of the Corporation at that address is John A. Gelety, Esq.

#### ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 6000 Collins Ave. #526, Miami Beach, FL, 33140; and the mailing address of the Corporation is c/o Jean Drouin, 14 Pasadena Ave., Brampton, Ontario, Canada, L6P 2W3.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of the Corporation is:

Jean Drouin 14 Pasadena Ave., Brampton, Ontario, Canada, L6P 2W3

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is John A. Gelety, Esq., 600 Brickell Avenue, Suite 3600, Miami Beach, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of January 2017.

John A. Gelety, Incorporator

# CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

#### WITNESSETH:

THM USA INC., desiring to organize under the laws of the State of Florida, has named John A. Gelety, Esq., at 600 Brickell Avenue, Suite 3600, Miami Beach, Florida 33131, as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 10th day of January, 2017,

By:

SECRETARY OF STATE
SECRETARY OF STATE