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Account#: I20000000088

Date: **September 22, 2017**

Name: **Marisa Kugelman**

Reference #: **T012207**

Entity Name: **ABEA ACQUISITION, INC.**

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other **Certified Copy upon filing**

Authorized Amount: **\$78.75**

Signature: *[Handwritten Signature]*

• CORPORATE HQ
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10 E 40TH ST., 10TH FL
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ARTICLES OF INCORPORATION
OF
ABEA ACQUISITION, INC.

ARTICLE I

The name of the corporation is ABEA Acquisition, Inc. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and mailing address of the Corporation is 489 Fifth Avenue, 19th Floor, New York, New York 10017.

ARTICLE III

The purpose for which the Corporation is organized is to transact any lawful business.

ARTICLE IV

The Corporation shall have the authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$.0001 per share. Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V

The street address of the Corporation's initial registered office is 115 North Calhoun Street, Suite 4, Tallahassee, Florida 32301 and the name of its initial registered agent at such office is Cogency Global Inc.

ARTICLE VI

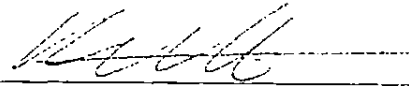
The name of the Incorporator is Sergey N. Kotelnikov and the address of the Incorporator is c/o Akerman LLP, Three Brickell City Centre, 98 Southeast Seventh Street, Suite 1100, Miami, Florida 33131.

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ARTICLE VII

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

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act has signed these Articles of Incorporation this 22nd day of September, 2017.



Sergey N. Kotelnikov, Sole Incorporator

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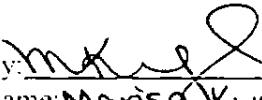
CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of ABEA Acquisition, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 22nd day of September, 2017.

COGENCY GLOBAL INC.

By: 
Name: Marisa Kugelmann
Title: Assistant Secretary

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