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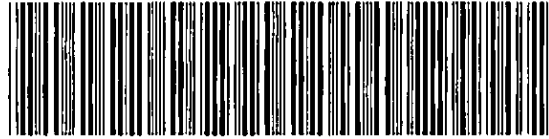
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Document #:	Graham Group Holdings Inc
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Thank you!

ARTICLES OF INCORPORATION
OF
GRAHAM GROUP HOLDINGS INC

ARTICLE I
NAME

The name of the Corporation is Graham Group Holdings Inc. (the "Corporation").

ARTICLE II
PRINCIPAL ADDRESS AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 6843 Main Street, Miami Lakes, Florida 33014.

ARTICLE III
PURPOSE

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

ARTICLE IV
DURATION

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
CAPITAL STOCK

The authorized capital stock of this Corporation shall consist of Five Million (5,000,000) shares, of which 500,000 of such shares shall be Class A Common Stock, par value \$.10 per share, and 4,500,000 of such shares shall be Class B Common Stock, par value \$.10 per share. Each holder of record of Class A Common Stock shall have the right to one vote for each share of Class A Common Stock standing in his or her name on the books of the Corporation. Except as otherwise required by the FBCA, the holders of the Class B Common Stock shall not have the right to vote on any matter submitted to the Corporation's stockholders for their approval. In all respects other than the right to vote, the holders of Class B Common Stock shall have rights equal to the holders of Class A Common Stock. Without limiting the foregoing, the holders of Class B Common Stock shall be entitled to receive dividends, liquidating dividends, to attend meetings of stockholders and to receive notice thereof (but not to vote at such meetings) in exactly the same extent as the holders of Class A Common Stock.

**ARTICLE VI
BOARD OF DIRECTORS**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The name of the initial director is Stuart S. Wyllie.

**ARTICLE VII
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 6843 Main Street, Miami Lakes, Florida 33014, and the name of its initial registered agent at such office is Stuart S. Wyllie.

**ARTICLE VIII
INDEMNIFICATION**

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.

**ARTICLE IX
INCORPORATOR**

The name of the Incorporator is Stuart S. Wyllie, and the address of the Incorporator is 6843 Main Street, Miami Lakes, Florida 33014.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 5th day of January, 2018.



Stuart S. Wyllie, Incorporator

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for Graham Group Holdings Inc., at the place designated in these Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent, as provided in Florida Statutes Section 607.0505.

Dated this 5th day of January, 2018.



Stuart S. Wyllie

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