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DIVISION OF CORPORATIONS
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INFORMATION SERVICES

FLORIDA PROFIT/NON PROFIT CORPORATION
ACE LOGISTYX, INC.

Certificate of Status	0
Certified Copy	1
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N CULLIGAN

MAR 15 2018

From:

02/27/2018 12:18 PM #672 P.002/008

18 MAR 14 AM 11:21

FILED
CLERK OF DISTRICT COURT
JANUARY 1, 2014

**ARTICLES OF INCORPORATION
OF
ACE LOGISTYX, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is ACE LOGISTYX, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purposes of Logistics and any other business.

**ARTICLE IV
CAPITAL STOCK**

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Prepared by Colin Robinson
ROBINSON & COMPANY
17800 NW 27TH AVE, MIAMI, FL 33056 PHONE: (305) 621-7555/6579

ARTICLE V

The name of the initial registered agent of this corporation is EWAN MONCRIEFFE. The street address of the initial registered office of the corporation in the State of Florida is 14450 PARKER RIDGE COURT, DELRAY BEACH, FL 33484.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The corporation shall have three (3) initial director(s). The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Director are:

EWAN MONCRIEFFE	14450 PARKER RIDGE COURT DELRAY BEACH, FL 33484
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DEVON MONCRIEFFE	14450 PARKER RIDGE COURT DELRAY BEACH, FL 33484
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DAVID MONCRIEFFE	14450 PARKER RIDGE COURT DELRAY BEACH, FL 33484
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**ARTICLE VII
INCORPORATION**

The name and address of the incorporator of these articles of Incorporation is EWAN MONCRIEFFE of 14450 PARKER RIDGE COURT, DELRAY BEACH, FL 33484.

ARTICLE VIII BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 23 day of February 2018.


EVAN S. CREFFE

From:

02/27/2018 12:19

#672 P.005/008

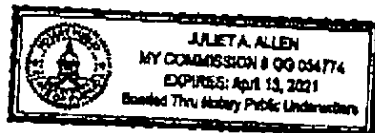
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STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared EWAN MONCRIEFFE known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 23 day of February 2018.



Juliet A. Allen
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

From:

02/27/2018 12:19

#672 P.006/008

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**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that ACE LOGISTYX, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 14450 PARKER RIDGE COURT, DELRAY BEACH, FLORIDA 33484, has named EWAN MONCRIEFFE of 14450 PARKER RIDGE COURT, DELRAY BEACH, FLORIDA 33484, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 23 day of February, 2018.

BY: 
EWAN MONCRIEFFE
Registered Agent

ISSUANCE OF INITIAL SHARES

a) **ACKNOWLEDGEMENT OF SUBSCRIPTIONS:** The Corporation hereby acknowledges that subscriptions were received by it and are hereby accepted by it from the persons in the amounts and for the consideration set forth below:

Subscriber	Number of Shares Subscribed for	Consideration
EWAN MONCRIEFFE	100%	1.00

b) **PAYMENT OF SUBSCRIPTION:** The officers of the corporation are hereby authorized call for the payment of such subscriptions and issues shares evidenced by properly executed stock certificate against receipt of the subscription prices.

c) **NONASSESSABILITY:** On receipt of the subscription price from each subscriber and the issuance of shares to him or her, such shares will be validly authorized and issued, fully paid and nonassessable.

d) **ALLOCATION OF PROCEEDS:** Of the consideration received by the corporation for the capital stock to be issued hereunder, one dollar (\$1.00) shall be allocated to the capital stock account of the corporation for each share issued and the balance shall be allocated to the paid in surplus account.

e) **DESIGNATION OF BANK DEPOSITORY:** The Treasurer of the corporation is authorized to open on behalf of the corporation such accounts as he deems necessary or appropriate at any commercial bank and to endorse any checks, drafts, notes orders and bills of exchange payable to or otherwise to the property of the corporation; to deposit them in such, and to draw and sign checks on such accounts in the name of the corporation. The Board of Directors hereby adopts any resolutions required by such bank in connection with this designation as depository.

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02/27/2018 12:19

#672 P.008/008

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provided the President of the corporation instructs the Secretary in writing to insert as a appendix to this consent a copy of such resolutions, which shall thereupon be deemed to have

The corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provision of section 1372 of the Internal Revenue Code and the property officers of the corporation be and they hereby authorized and directed to evidence such election by completing and filing Form 2553 of the United States Treasury Department, Internal Revenue Service.

Executed by the undersigned as first directors of ACE LOGISTYX, INC. on the date indicated below:

Name of Director

Date of Execution


DEVON MONCRIEFFE

2/23/18

DEVON MONCRIEFFE

DAVID MONCRIEFFE

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18 MAR 14 AM 11:21
STATE
TREASURER'S OFFICE

SUBCHAPTER S ELECTION RESOLUTION

RESOLVED, that the corporation elects to become a small business concern under Subchapter S of the Internal Revenue Service Center in Atlanta, Georgia and that the President of the Corporation is authorized to execute said election form, which shall be also executed by all of the Stockholders of the corporation evidencing their consent to the said election.