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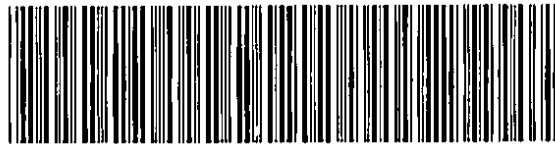
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# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

Date: 10/23/2018 10/25/18

Acc#120160000072

*en: c DW*

Name:	CASUARINA CORP. <i>Casuarina Holdings Corp.</i>
Document #:	
Order #:	11224403 LINE 1

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
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Amount: \$ 78.75

Thank you!

**ARTICLES OF INCORPORATION**  
**OF**  
**CASUARINA HOLDINGS CORP.**

**ARTICLE I**

The name of this corporation is Casuarina Holdings Corp. (the "Corporation").

**ARTICLE II**

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 III**

The address of the principal office and the mailing address of the office of the Corporation is 801 North Venetian Drive, Unit 708, Miami, FL 33139.

**ARTICLE IV**

The capital stock authorized, the par value thereof, and the characteristics of such stock if the Corporation shall be as follows:

<b><u>Number of Shares</u></b>	<b><u>Par Value Per Share</u></b>	<b><u>Class of Stock</u></b>
<b><u>Authorized</u></b>		
1,000	\$0.01	Common

**ARTICLE V**

The street address of the Corporation's initial registered office is 1200 South Pine Island Road, Plantation, FL 33324, and the name of its initial registered agent at such office is NRAI Services, Inc.

**ARTICLE VI**

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, who will serve as the Corporation's director until successors are duly elected and qualified.

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12th JUDICIAL CIRCUIT  
MIAMI, FLORIDA

The name and address of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Juan Pablo Madero	801 North Venetian Drive, Unit 708, Miami, FL 33139
Sergio Madero	801 North Venetian Drive, Unit 708, Miami, FL 33139
Cristina Madero	801 North Venetian Drive, Unit 708, Miami, FL 33139

#### ARTICLE VII

That the following person be, and hereby is, elected to the offices set forth opposite his name below, shall serve until the next annual meeting of the Board of Directors:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Juan Pablo Madero	President	801 North Venetian Drive, Unit 708, Miami, FL 33139
Sergio Madero	Vice President	801 North Venetian Drive, Unit 708, Miami, FL 33139
Cristina Madero	Secretary/Treasurer	801 North Venetian Drive, Unit 708, Miami, FL 33139

#### ARTICLE VIII

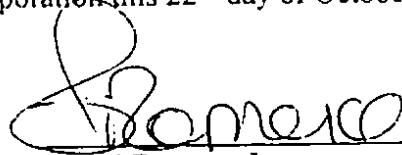
A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

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**

The name of the Incorporator is Noemi Romero, and the address of the Incorporator is c/o Greenberg Traurig, LLP, 77 West Wacker Drive, Suite 3100, Chicago, IL 60601.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 22<sup>nd</sup> day of October, 2018.

  
Noemi Romero, Incorporator

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JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
IN FLORIDA  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of Casuarina Holdings Corp., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

NRAI Services, Inc.

By: James M. Halpin  
Name: James M. Halpin  
Title: Assistant Secretary

Dated: October 22, 2018

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