

12/7/2018

P18000099542

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H18000348384 3)))



H180003483843ABC6

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
Fax Number : (954)208-0845

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
ARM Group Holding Co.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

2018 DEC -7 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION
OF
ARM GROUP HOLDING CO.**

The undersigned Incorporator, for the purpose of incorporating a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation is ARM Group Holding Co. (the "Corporation").

**ARTICLE II
ADDRESS**

The address of the principle place of business of the Corporation is:

2701 S LeJuene Rd.
12 Floor
Coral Gables, Florida 33134

The mailing address of the Corporation is:

P.O. Box 144120
Miami, Florida 33134

**ARTICLE III
COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State.

**ARTICLE IV
PURPOSE**

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V
AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to issue is 1,000 shares of common stock having \$0.01 par value.

**ARTICLE VI
DIRECTORS/OFFICERS**

The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Mauricio Quirch	2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134
Guillermo Quirch, III	2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134
Ignacio Quirch	2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134

The names, titles and addresses of the initial officers of the Corporation are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Francisco Grande	President	2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134
Carmen M. Sabater	Chief Financial Officer	2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134
Rafael Perez	Vice President of Sales	2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the Corporation is:

Carmen M. Sabater
2701 S LeJuene Rd., 12 Floor,
Coral Gables, Florida 33134

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Marybeth O'Keefe, Esq.
Holland & Knight LLP
263 Tresser Blvd., Suite 1400
Stamford, Connecticut 06901

ARTICLE IX BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw are not subject to amendment or repeal by the directors.

ARTICLE X.
AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned Incorporator, for the purpose of forming the Corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 7 day of December, 2018.

/s/ Marybeth O'Keefe
Marybeth O'Keefe, Sole Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That ARM Group Holding Co., desiring to organize under the laws of the State of Florida with its initial registered agent's address as indicated in the Articles of Incorporation at 2701 S LeJuene Rd., 12 Floor, Coral Gables, Florida 33134, has named Carmen M. Sabater as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 7 day of December, 2018



Name: Carmen M. Sabater