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FLORIDA PROFIT/NON PROFIT CORPORATION  
SERAFRISA, INC.

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**ARTICLES OF INCORPORATION  
OF**

**SERAFRISA, INC.**

**(A Florida Corporation)**

**ARTICLE I - NAME**

The name of the Corporation (the "Corporation") is **SERAFRISA, INC.**

**ARTICLE II - ADDRESS**

The principal address and mailing address of the Corporation is:

9675 NW 12<sup>th</sup> Street  
Doral, Florida 33172

**ARTICLE III - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares of all classes of capital stock that the Corporation shall have the authority to issue is Thirty Thousand (30,000) shares, consisting of (i) Fifteen Thousand (15,000) shares of Class A voting common stock, \$0.01 par value per share (the "Class A Voting Common Stock"), and (ii) Fifteen Thousand (15,000) shares of Class B non-voting common stock, \$0.01 par value per share (the "Class B Non-Voting Common Stock").

The designations and the powers, preferences, rights, qualifications, limitations and restrictions of the Class A Voting Common Stock and the Class B Non-Voting Common Stock (referred to herein collectively as "Common Stock") are as follows:

(a) General. Shares of Common Stock shall have identical rights and privileges in every respect, except as set forth herein.

(b) Voting Rights.

(i) Class A Voting Common Stock. The holders of shares of Class A Voting Common Stock shall be entitled to vote upon matters submitted to a vote of the stockholders of the Corporation and shall be entitled to one vote for each share of Class A

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Voting Common Stock held.

(ii) Class B Non-Voting Common Stock. Except as required by law, the holders of shares of Class B Non-Voting Common Stock shall not be entitled to vote upon matters submitted to a vote of the stockholders of the Corporation.

(c) Dividends. The holders of shares of Common Stock shall be entitled to receive such dividends (payable in cash, stock or otherwise) as may be declared by the Board of Directors at any time and from time to time out of any funds of the Corporation legally available therefor, regardless of whether such shares are Class A Voting Common Stock or Class B Non-Voting Common Stock; provided, however, that any dividend upon the Common Stock that is payable in Common Stock shall be paid only in Class A Voting Common Stock to the holders of Class A Voting Common Stock and only in Class B Non-Voting Common Stock to the holders of Class B Non-Voting Common Stock.

(d) Liquidation and Dissolution. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of shares of Common Stock shall be entitled to receive all of the remaining assets of the Corporation available for distribution to its stockholders, ratably in proportion to the number of shares of Common Stock held by them, regardless of whether such shares are Class A Voting Common Stock or Class B Non-Voting Common Stock. A liquidation, dissolution or winding up of the Corporation, as such terms are used in this paragraph (d), shall not be deemed to be occasioned by or to include any consolidation or merger of the Corporation with or into any other corporation or corporations or other entity or entities or a sale, lease, exchange or conveyance of all or part of the assets of the Corporation.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

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

CORPORATION COMPANY OF MIAMI  
200 S. Biscayne Blvd.  
Suite 4100 (PAL)  
Miami, Florida 33131

**ARTICLE VII - INITIAL DIRECTORS**

The initial directors of the Corporation are (i) Michael Garcia, (ii) Karina Garcia and (iii) Jessica Garcia.

**ARTICLE VIII - INCORPORATOR**

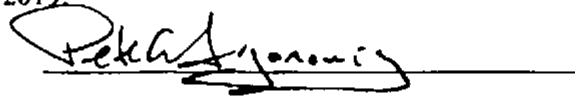
The name of the person signing these Articles of Incorporation is Peter A. Lagonowicz and his address is 200 S. Biscayne Blvd., Suite 4100, Miami, Florida 33131.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 12 day of August, 2019



Peter A. Lagonowicz, Incorporator

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above named corporation, at the place designated in Article VI of these Articles of Incorporation of SERAFRISA, INC., the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: August 12, 2019

Registered Agent:

Corporation Company of Miami

By: 

Name: Alfred G. Smith

Title: President

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