

P19000075403
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.

(((H19000296517 3)))



H190002965173ABC7

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 : ELO ENTERPRISES, INC
Account Number : I20150000109
Phone : (561)544-8862
Fax Number : (954)697-0130

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

Email Address: juiana@eloenterprises.us

FLORIDA PROFIT/NON PROFIT CORPORATION
HPS SYSTEMS SAFETY, INC

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

C RICO

OCT 07 2019

OCT 0

ARTICLES OF INCORPORATION
For Profit

In compliance with the requirements of Chapter 607, F.S., and for the purposes of forming a for-profit business corporation in Florida, the undersigned desire to form a corporation according to the following Articles of Incorporation.

Corporate Name

1. The name of the corporation is HPS Systems Safety, Inc. (the "Corporation").

Purpose

2. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

Duration

3. The duration of the Corporation is perpetual.

Registered Office and Registered Agent

4. The street address of the initial registered office is 4700 NW Boca Raton Blvd, Suite 202, Boca Raton, Florida, 33431. The name of the initial Registered Agent at this Registered Office is Elo Enterprises, Inc.

Street Address of the Principal Office

5. The street address of the principal office is 4700 NW Boca Raton Blvd, Suite 202, Boca Raton, Florida, 33431. The mailing address of the principal office is the same as the street address.

Initial Directors

6. The initial board of directors will consist of 2 directors (individually the "Director" and collectively the "Board of Directors"). The names and addresses of the persons who will serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are set out below.

Name / Title	Address	City	State	Zip Code
Humberto Pereira da Silva. President	4700 NW Boca Raton Blvd, Suite 202	Boca Raton	Florida	33431
Cleide de Souza Reboucas. Vice President	4700 NW Boca Raton Blvd Suite 202	Boca Raton	Florida	33431

Authorized Capital

7. The aggregate total number of all shares that the Corporation is authorized to issue is 1,000.

Class A Shares

8. The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 1,000 Class A par value shares and the par value of each of the authorized Class A shares is \$0.1000 US Dollars. This class of shares is entitled to receive the net assets of the Corporation on dissolution.

The Class A voting, cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:

- a. The holders of Class A shares will be entitled to receive, as and when declared by the Board of Directors out of the monies of the Corporation properly applicable to the payment of dividends, cumulative, cash dividends, at the rate to be set by the Board of Directors.
- b. The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Board of Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation and fix the rights, privileges, restrictions, limitations and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.

c. The holders of Class A shares will be entitled to one vote for each Class A share held, and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.

d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of the assets of the Corporation.

Restrictions on Transfer

9. No shares of stock in the Corporation will be transferred without the approval of the Board of Directors of the Corporation either by a resolution of the Board of Directors passed at a Board of Directors meeting or by an instrument or instruments in writing signed by all of the Board of Directors.

Preemptive Rights

10. The shareholders of the Corporation have the preemptive right to purchase any new issue of stock in proportion to their current equity percentage. A shareholder may waive any preemptive right.

Amend or Repeal Bylaws

11. Bylaws may be adopted, amended, or repealed either by approval of the outstanding shares or by the approval of the Board of Directors. In adopting, amending or repealing a bylaw the shareholders may expressly provide that the Board of Directors may not adopt, amend or repeal that bylaw. The power of the Board of Directors is subordinate to the power of the shareholders to adopt, amend, or repeal bylaws.

Cumulative Voting

12. In an election of Directors, each shareholder's number of votes will be calculated by multiplying the number of voting shares they are entitled to cast by the number of Directors being elected. The shareholder may cast their total votes for a single Director or may distribute them among two or more Directors, as the shareholder sees fit.

Fiscal Year End

13. The fiscal year end of the Corporation is September 30th.

Indemnification of Officers, Directors, Employees and Agents

14. The Board of Directors, officers, employees and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Board of Directors, officers, employees and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or the breach by the individual of any provisions of this Agreement.

Limitation of Liability

15. The Board of Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Board of Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all act or omissions involving fraud or intentional wrongdoing.

Effective Date of Filing

16. This document will become effective on the date of filing.

Consent of Appointment by Registered Agent

17. Having been named as Registered Agent to accept service of process for the above named corporation at the place designated in this Articles of Incorporation, I am familiar with and accept the obligations of the appointment as Registered Agent and agree to act in this capacity.

Consenting Agent's Signature:

Printed Name:

Date:



Luke Chirico

10/04/2019

Incorporators

H19000 < 703175

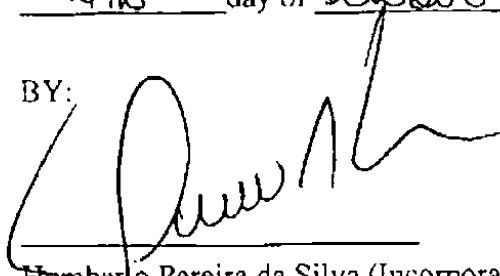
18. The names and addresses of the incorporators of HPS Fire Safety, Inc. are set out below.

Name	Address	City	State	Zip Code
Humberto Pereira da Silva	4700 NW Boca Raton Blvd Suite 202	Boca Raton	Florida	33431
Cleide de Souza Reboucas	4700 NW Boca Raton Blvd, Suite 202	Boca Raton	Florida	33431

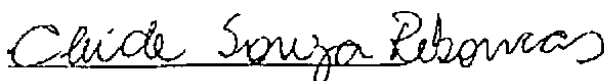
Execution

19. We, the undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do make, file and record this document, and do certify that the facts stated in this document are true, and We have accordingly set our hands to this document this 4th day of October, A.D. 20 19.

BY:



Humberto Pereira da Silva (Incorporator)



Cleide de Souza Reboucas (Incorporator)

Filer Contact Information

20. In case of filing difficulties, please contact:

Name of Filer: Humberto Pereira da Silva

Phone number: (561) 544-8862

Address: 4700 NW Boca Raton Blvd Suite 202, Boca Raton, Florida, 33431

E-mail Address: humberto@hpstelecom.com.br