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SECRETARY OF STATE



### Sunshine State Corporate Compliance Company

# 3458 Lakeshore Drive, Tallahassee, Florida 32312 (850) 656-4724

DATE 1/13/2020		
	, <del>de</del>	*WALK IN**
ENTITY NAME SANTA	INES HOLDING LTD	
DOCUMENT NUMBER_		
	**PLEASE FILE THE ATTACHED AND RETURN**	
	Plain Copy	
XXXX	Certified Copy	
	Certificate of Status	
** <i>F</i>	PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY**	
	Certified Copy of Arts & Amendments	
	Certificate of Good Standing	
	**APOSTILLE' / NOTARIAL CERTIFICATION**	_
COUNTRY OF DESTINATI	70N	
NUMBER OF CERTIFICAT	TES REQUESTED	
TOTAL OWED 128.75	ACCOUNT #: I20160000072	
	5 8 FM	
Please call Tina at th	ie above number for any issues or concerns. Thank you so muc	ch!

#### CERTIFICATE OF DOMESTICATION

#### OF

#### SANTA INES HOLDINGS LTD.

The undersigned, Juan Diego Calle, as a Director of Santa Ines Holdings Ltd., a foreign corporation under the laws of the British Virgin Islands, and in accordance with Section 607.1801. Florida Statutes, does hereby certify that:

- 1. The date on which the above mentioned corporation was first formed was on or about August 14, 2008.
- 2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the British Virgin Islands.
- 3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Santa Ines Holdings Ltd.
- 4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Sections 607.0120, 607.0202 and 607.0401, Florida Statutes, with this Certificate of Domestication, is Santa lines Holdings Inc.
- 5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction thereto under applicable law, immediately before the filing of this Certificate of Domestication was the British Virgin Islands.
- 6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 607.1801, Florida Statutes.

I am Juan Diego Calle, a Director of Santa Ines Holdings Ltd., and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done with effect as of the 10th day of January , 2019.

Name: Juan Diego Calle

Title: Director

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## ARTICLES OF INCORPORATION OF SANTA INES HOLDINGS INC.

The undersigned, acting as incorporator of Santa Ines Holdings Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

#### ARTICLE I. NAME

The name of the corporation is Santa Ines Holdings Inc. (the "Corporation").

#### ARTICLE IL ADDRESS

The principal and mailing address of the Corporation is:

120 SW 8<sup>th</sup> St. Miami, Florida 33130

#### ARTICLE III. EXISTENCE

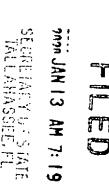
The existence of the Corporation shall continue perpetually in the State of Florida upon the date of filing of these Articles of Incorporation.

#### ARTICLE IV. PURPOSE

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

#### ARTICLE V. AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue at any time is 50,000 shares of common stock having US\$1.00 par value per share.



### ARTICLE VI. DIRECTORS/OFFICERS

The name, titles and address of the initial Director and Officer of the Corporation are:

<u>Name</u>	<u>Titles</u>	<u>Address</u>
Juan Diego Calle	Director, President, and Secretary	340 Harbor Drive Key Biscayne, FL 33149
Nelson David Calle	Director, Vice President, and Treasurer	635 Harbor Drive Key Biscayne, FL 33149

### ARTICLE VII. REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 120 SW 8th St. Miami, FL 33130 and the registered agent of the Corporation is Jose Ignacio Rasco, III.

#### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Juan Diego Calle, 340 Harbor Drive Key Biscayne, FL 33149.

#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors but only with the approval of the holders of a majority of the issued and outstanding shares entitled to vote.

#### ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, after, 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 a corporation under the flaw the State of Florida, has executed these Articles of Incorporation, with effect as of the Florida of January . 2019.

Name/Juan Diego Calle 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 SANTA INES HOLDINGS INC., desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 120 SW 8th St. Miami, FL 33130, has named Jose Ignacio Rasco, III 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 the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 10th day of January , 2019.

Name: Jose Ignaclo Rasco, III Title: Authorized Representative