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(Requestor's Name)

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(City/State/Zip/Phone #)

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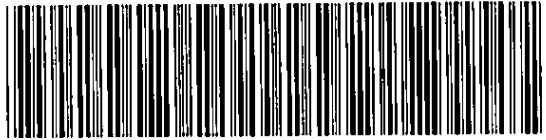
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE BRIGHTON GROUP INC.

DOCUMENT NUMBER: P20000034615

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Maria Piva, Esq
Name of Contact Person
Goldstein & Company
Firm/ Company
1805 Ponce de Leon Boulevard, Suite 400
Address
Coral Gables, Florida 33134
City/ State and Zip Code
service@gattorneys.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Maria Piva, Esq. at (305) 930-7200
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|---|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED
2024 MAY 24 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FL

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2024 MAY 24 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FL

**FIRST AMENDED ARTICLES OF INCORPORATION
OF
THE BRIGHTON GROUP INC.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA") the shareholders of The Brighton Group, Inc. hereby adopt and file these First Amended Articles of Incorporation, which supersede and replace the Articles of Incorporation dated April 10, 2020.

ARTICLE I: NAME

The name of the corporation is The Brighton Group Inc. (the "Corporation").

ARTICLE II: PRINCIPAL OFFICE

The street and mailing address of the Corporation is 2600 Douglas Road, Suite 902, Coral Gables, Florida 33134

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 100, all of which shall be common stock with a par value of \$0.01/# per share.

ARTICLE V: CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors pursuant to Section 607.0728(3) of the FBCA.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights for shareholders pursuant to the provisions of Section 607.0630(2) of the FBCA.

ARTICLE VII: DIRECTORS AND OFFICERS

The initial Board of Directors of the Corporation shall consist of three members. This number may be increased or decreased from time to time in accordance with the Corporation's Bylaws, but shall never be less than one.

The Corporation may also designate and change Officers at anytime in accordance with its Bylaws. Any two or more offices may be held by the same person. The names and addresses of the individuals who will serve as Officers are:

David Freire, President
2600 South Douglas Road
Suite 902
Coral Gables, Florida 33134

Yacira Castillo, Secretary & Treasurer
2600 South Douglas Road
Suite 902
Coral Gables, Florida 33134

ARTICLE VIII: REGISTERED AGENT

The name and street address of the Registered Agent of the Corporation is:

Goldstein & Company
1805 Ponce de Leon Boulevard
Suite 400
Coral Gables, Florida 33134

ARTICLE IX: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that they, or a person for whom they are the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article IX shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.}

ARTICLE X: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be May 1, 2024.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DocuSigned by:

Maria Pina

109189C970F54CE

Required Signature/Registered Agent

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

DocuSigned by:

Yacira Castillo

8A9B382E7620424

Required Signature/Director

The date of each amendment(s) adoption: May 1, 2024, if other than the date this document was signed.

Effective date if applicable: May 1, 2024
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

Dated _____

Signature _____
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

(Typed or printed name of person signing)

(Title of person signing)