

7/14/2020

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FLORIDA PROFIT/NON PROFIT CORPORATION
WOEN Holdings Corporation

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
WOEN HOLDINGS CORPORATION**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the laws of the State of Florida, pursuant to Section 607.0201 of the Florida Business Corporation Act (the "Act"), as follows:

**ARTICLE 1
NAME**

The name of the Corporation is WOEN Holdings Corporation.

**ARTICLE 2
TERM OF EXISTENCE**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**ARTICLE 3
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is 480 Hibiscus Street, Suite 101, West Palm Beach, FL 33401.

**ARTICLE 4
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of capital stock, par value \$0.01 per share, which will be designated Common Stock.

**ARTICLE 5
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 480 Hibiscus Street, Suite 101, West Palm Beach, FL 33401; and the name of its initial registered agent at such address is Wolfgang Brunet.

**ARTICLE 6
INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation are:

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David G. Bates, Esq.

Gunster, Yoakley & Stewart, P.A.
777 S Flagler Drive, Suite 500E
West Palm Beach, Florida 33401

**ARTICLE 7
DIRECTORS**

The manner in which the directors are elected or appointed shall be as provided in the Bylaws.

**ARTICLE 8
OFFICERS**

The manner in which the officers are elected or appointed shall be as provided in the Bylaws. The initial officers of the Corporation are as follows:

President and Secretary:	Wolfgang Brunet
Treasurer:	Enrique Brunet

**ARTICLE 9
SPECIAL MEETING OF SHAREHOLDERS**

Special meetings of the shareholders shall be held pursuant to and in accordance with the procedures specified in the bylaws, provided that a special meeting shall be held when requested in writing by the holders of not less than fifty percent (50%) of all the votes entitled to be cast on any issue proposed to be considered at the proposed special meeting.

**ARTICLE 10
BYLAWS**

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaws adopted by shareholders if the shareholders specifically provide such bylaws are not subject to amendment or repeal by the directors.

**ARTICLE 11
AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of July 14, 2020.

/s/ David G. Bates

David G. Bates, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, Wolfgang Brunet hereby accepts the appointment as registered agent and agrees to act in this capacity. Wolfgang Brunet further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 607, F.S.

Dated: as of July 14, 2020

/s/ Wolfgang Brunet

Wolfgang Brunet

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