

P210000000126

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

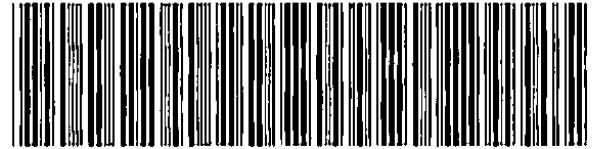
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500357075175

REC'D
2020 DEC 30 PM 1:28
ALLAH...
SECRETARY OF STATE
TALLAHASSEE, FL
2020 DEC 30 PM 3:12

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 12/29/2020

Acc#I20160000072

en: 12/29

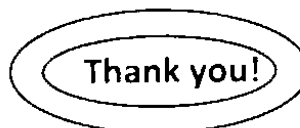
Name:	PALYSADE II HOLDINGS INC.
Document #:	
Order #:	13422499

Certified Copy of Arts & Amend:	<input type="checkbox"/>	<i>1-2 filing File First</i>	
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 128.75



2020 DEC 30

CERTIFICATE OF DOMESTICATIONSECRETARY
TALLAHASSEE

The undersigned, Hagop Chabab and Maiti Chabab, being all of the Directors of **PALYSADE HOLDINGS LIMITED**, a foreign corporation, in accordance with s. 607.1801, Florida Statutes, do hereby certify:


1. The date on which corporation was first formed was April 27, 2011.
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 **PALYSADE HOLDINGS LIMITED**.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate, is **PALYSADE II HOLDINGS INC.**
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately prior to the filing of the Certificate of Domestication was the British Virgin Islands.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 607.1801.

[Signature Page Follows]

The undersigned as all of the Directors of **PALYSADE HOLDINGS LIMITED**, are authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 28th day of December, 2020.



HAGOP CHABAB



MAITI CHABAB

2020 DEC 30 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
PALYSADE II HOLDINGS INC.

ARTICLE I

The name of this corporation is **PALYSADE II HOLDINGS INC.**, (the "Corporation").

ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

ARTICLE III

The address of the principal office and the mailing address of the office of the Corporation is 257 ROYAL PALM WAY, BOCA RATON, FL 33432.

ARTICLE IV

The Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE V

The street address of the Corporation's initial registered office is 8030 Peters Road, Suite D-104, Plantation, Florida 33324, and the name of its initial registered agent at such office is Theodore J. Klein.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until a successor has been duly elected and qualified. The name and of the initial director of the Corporation is Hagop Chabab, 257 ROYAL PALM WAY, BOCA RATON, FL 33432.

ARTICLE VII

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under

Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

ARTICLE VIII

The name of the Incorporator is Gennette E. Faust, and the address of the Incorporator is c/o Greenberg Traurig, P.A., 333 S.E. 2nd Avenue, Suite 4400, Miami, FL 33131.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this December 28, 2020.

/s/ Gennette E. Faust
Gennette E. Faust, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of **RIOSIA INC.**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

/s/ Theodore J. Klein
Theodore J. Klein, Esq.

Dated: December 28, 2020.

2020 DEC 30 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FL