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(Requestor's Name)

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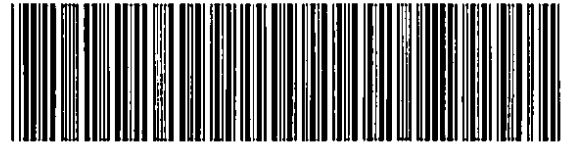
(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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A CIVIL LITIGATION FIRM

306 N US Hwy 41  
Ruskin FL 33547  
www.rjslawgroup.com

Tel: (813) 641-0010  
Fax: (813) 641-0022

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June 21, 2021

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Subject: Articles of Incorporation  
JAER-USA Inc.**

New Filing Section,

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 – filing fee

Thank you,  
*el/ Rolando J. Santiago*  
Rolando J. Santiago  
Roland@rjslawgroup.com  
Tel: 813.641.0010

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TALLAHASSEE, FL 32314

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**ARTICLES OF INCORPORATION**  
**of**  
**JAER-USA INC**  
**(a for profit organization)**

The undersigned person(s), acting as incorporator(s) of a for profit corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is: JAER-USA Inc

**ARTICLE II**  
**INITIAL PRINCIPAL OFFICE**

The mailing address and telephone of the corporation's initial principal office is:

3028 Minuteman Ln  
Brandon, FL 33511  
Tel: 813-327-9513

**ARTICLE III**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The address of the corporation's initial registered office and the name of its initial registered agent is:

Rolando J. Santiago Esq  
306 N US Hwy 41  
Ruskin, FL 33570  
813.641.0010

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TALLAHASSEE FL 32304

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## ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Andrey Eduardo Velasquez Solis	P,T,S,D
3028 Minuteman Ln	
Brandon, FL 33511	

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual or such special meeting at which directors are to be elected.

## ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## ARTICLE VIII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this

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corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation may, but is not required to have a corporate seal.

#### Certification

THE UNDERSIGNED DO HEREBY CERTIFY, I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Sign & Date:

6/21/21  
Rolando J. Santiago, Esq. - Incorporator  
306 N US Hwy 41  
Ruskin, FL 33570

#### CERTIFICATE OF REGISTERED AGENT

I HEREBY CERTIFY that having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

6/21/21  
Rolando J. Santiago, Esq.  
Registered Agent  
306 N US Hwy 41  
Ruskin, FL 33570  
813.641.0010

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TALLAHASSEE, FL

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