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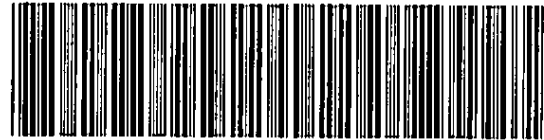
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JUL 23 2021

ARTICLES OF DOMESTICATION

For

Domesticating Foreign Corporation

Into

Florida Profit Corporation

The Articles of Domestication and attached Articles of Incorporation are submitted to domesticate the following eligible business entity into a Florida Profit Corporation in accordance with Fla. Stat. § 607.11922 and Fla. Stat. § 607.0202.

- 1) The name of the domesticating corporation is MIAMI FRIEGHT CORP., a Massachusetts corporation formed on April 9, 2018.
- 2) The name of the domesticated corporation as set forth in the Articles of Incorporation incorporated herewith is MIAMI HEAVY HAUL CORP., a Florida corporation.
- 3) The plan of domestication was approved as required by the applicable provisions of this chapter and under the foreign corporation's organic law.
- 4) This domestication shall be effective in Florida upon filing by the Florida Department of State.

Signed this 7th day of July, 2021.

Signature for domesticating corporation:

Flavia Bruce

Flavia Bruce, President

Signature for domesticated corporation:

Flavia Bruce

Flavia Bruce, President

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**ARTICLES OF INCORPORATION
FOR RESULTING FLORIDA PROFIT CORPORATION**

In compliance with Chapter 607, F.S. (Profit)

ARTICLE I – NAME

The name of the corporation shall be: MIAMI HEAVY HAUL CORP.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address is:

Principal street address

12308 Vista Point Cir
Jacksonville, FL 33160

Mailing address, if different is:

12308 Vista Point Cir
Jacksonville, FL 33160

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is: Transportation – Cargo – In Trucks

ARTICLE IV – SHARES

The number of shares of stock is: 100

ARTICLE V – OFFICERS AND/OR DIRECTORS

Flavia Bruce, President
12308 Vista Point Cir
Jacksonville, FL 33160

Flavia Bruce, Director
12308 Vista Point Cir
Jacksonville, FL 33160

Flavia Bruce, Treasurer
12308 Vista Point Cir
Jacksonville, FL 33160

Flavia Bruce, Secretary
12308 Vista Point Cir
Jacksonville, FL 33160

ARTICLE VI – REGISTERED AGENT

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

Registered Agents Inc.

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7901 4th St N STE 300
St. Petersburg, FL 33702

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 appointment as registered agent and agree to act in this capacity.



Registered Agent

7/12/2021
Date

ARTICLE VII – INCORPORATOR

The name and address of the Incorporator is:

Laurence S. Donahue, Esq.


320 Gold Ave. SW, Suite 620
Albuquerque, NM 87102

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ARTICLE VIII – EFFECTIVE DATE

The Articles of Incorporation shall be effective in Florida upon filing by the Florida Department of State.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.



Laurence S. Donahue, Esq., Incorporator

7/12/2021
Date

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 SECRETARY OF THE
 COMMONWEALTH OF MASSACHUSETTS

PLAN OF DOMESTICATION

This Plan of Domestication is hereby adopted on July 7, 2021, by MIAMI FRIEGHT CORP., a Massachusetts for-profit corporation (the "**Corporation**").

RECITALS

A. **Shareholders of the Corporation.** MIAMI FRIEGHT CORP, is a Massachusetts corporation formed under the laws of the Commonwealth of Massachusetts by ID number 001321829 issued by the Massachusetts, Secretary of the Commonwealth, Corporate Division on April 09, 2018. The authorized capital stock of the Corporation consists of one hundred (100) shares of common stock, par is \$0.001 per par value, of which one hundred (100) shares are issued.

<u>Shareholder</u>	<u>Number of Shares</u>
Flavia Bruce	100 common stocks

B. **Directors and Officers of the Corporation.** The board of directors of the Corporation consisting of no fewer than one (1) person, who holds office until the annual meeting of the shareholders of the corporation and until his or her successor is duly elected and qualified, or until his or her earlier death, resignation, or removal. The respective names and addresses of such directors are as follows:

<u>Name</u>	<u>Address</u>
Flavia Bruce	155 Galen St., Apt. A Watertown MA 02472

The principal officers of the Corporation, each of whom holds office until his or her successor is duly elected or appointed and qualified or until his or her earlier death, resignation, or removal, and their addresses are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Flavia Bruce	33 Summer St Suit 1 Quincy, MA 02169

Treasurer	Flavia Bruce	155 Galen St., Apt. A Watertown, MA 02472
Secretary	Flavia Bruce	155 Galen St., Apt. A Watertown, MA 02472
Director	Flavia Bruce	155 Galen St., Apt. A Watertown, MA 02472

The directors and the shareholders of the Corporation deem it desirable and in the best interest of the companies and shareholders to domesticate the Corporation from a Massachusetts corporation into a Florida corporation.

NOW, THEREFORE, for the purpose of prescribing the terms and conditions of such domestication, the Corporation acting by and through its respective directors and shareholders do hereby set forth and agree to the following plan of domestication ("**Plan of Domestication**"):

1. **Domestication of Corporation to a Florida Corporation.** The survivor is deemed to:

1.1. be incorporated under and subject to the organic law of the State of Florida for all purposes. The full text of the public filing instrument will take effect upon filing and are attached hereto as Exhibit A and B;

1.2. be the same corporation without interruption as the domestication entity. The name of the converted entity shall be MIAMI HEAVY HAUL CORP, a Florida corporation; and

1.3. to have been incorporated on the date that the domesticating entity was originally incorporated or organized.

2. **Manner and Basis of Converting Shares on Domestication.** The manner and basis of converting the interests of the converting entity into interests, securities, obligations, rights to acquire interests or securities, cash, or other property, or any combination of the foregoing shall be as follows:

2.1. The shares or interests of the converting entity are reclassified into shares, interests, obligations, rights to acquire shares, interests, or other securities, or into cash or other property in accordance with this plan of domestication; and

2.2. The shareholders or interest holders of the Corporation are entitled only to the rights provided to them under the terms of the domestication and to any appraisal rights they may have under Mass. Gen. Laws ch. 156D § 13.02.

Shareholder

Number of Shares

Flavia Bruce

100 common stock

3. **Effect of Domestication.** On the Effective Date of the Domestication, the following events shall occur:

3.1. The Corporation shall be domesticated in accordance with the provisions of this Plan of Domestication and in accordance with the provisions of and with the effect provided in 950 CMR 113.24 and Fla. Stat. § 607.11920:

3.2. All title to real and personal property, both tangible and intangible, of the Corporation remains in the survivor without reversion or impairment;

3.3. All obligations and liabilities of the Corporation continue as obligations and liabilities of the survivor;

3.4. An action or proceeding pending against the Corporation continues against the survivor as if the domestication had not occurred; and

3.5. The Corporation's charter or public organic document and its private organic document become effective.

4. **Amendment or Abandonment of Domestication.** The Corporation may amend the plan or abandon the domestication at any time before the articles of domestication are delivered to the secretary of state for filing.

IN WITNESS WHEREOF, the undersigned President, on behalf of the Corporation, has executed this Agreement as of the date first set forth above.

MIAMI FRIEGHT CORP.

Flavia Bruce

By: Flavia Bruce

President/Director

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