

8/19/2021

Division of Corporations

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H21000312854 3)))



H210003128543ABC-

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
Fax Number : (850)617-6381

**From:**

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (614)280-3338  
Fax Number : (954)208-0845

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION****Cheshire U.S. Capital III Corp.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

AUG 23 2021

T. SCOTT

AUG 20 AM 11:24

2021 AUG 20 AM 9:04

Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION  
OF  
CHESHIRE U.S. CAPITAL III CORP.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be Cheshire U.S. Capital III Corp. (the "Corporation").

**ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is 20807 Biscayne Boulevard, Suite 301, Aventura FL 33180.

**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 50,000, all of which shall be common stock with a par value of \$0.01 per share.

**ARTICLE V: INITIAL DIRECTORS AND OFFICERS**

The initial board of directors of the Corporation shall consist of 2 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 names and addresses of the individuals who will serve on the initial board of directors are:

Daniel E. Levy, Director  
c/o Prince Capital Partners LLC  
20807 Biscayne Boulevard, Suite 301  
Aventura, FL 33180

David Mayer, Director  
c/o Prince Capital Partners LLC  
20807 Biscayne Boulevard, Suite 301  
Aventura, FL 33180

2021 AUG 20 AM 11:24

**ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 20807 Biscayne Boulevard, Suite 301, Aventura FL 33180. The name of the initial registered agent of the Corporation at that office is Ignacio Luzarraga, Esq.

**ARTICLE VII: INCORPORATOR**

The name and street address of the Corporation's incorporator is:

Ignacio Luzarraga, Esq.  
c/o Prince Capital Partners LLC  
20807 Biscayne Boulevard, Suite 301  
Aventura FL 33180.


**ARTICLE VIII: 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 he or she, or a person for whom he or she is 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 VIII 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 IX: EFFECTIVE DATE AND TIME**

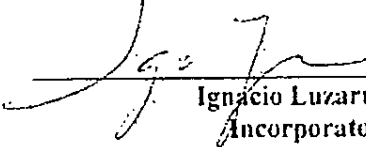
The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

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.

  
\_\_\_\_\_  
Ignacio Luzarraga  
Registered Agent

August 19, 2021

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.

  
\_\_\_\_\_  
Ignacio Luzarraga  
Incorporator

August 19, 2021