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DATE: 10/29/21

NAME: PALM ELEMENT MIAMI GP INC.

TYPE OF FILING: ARTICLES

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ARTICLES OF INCORPORATION OF PALM ELEMENT MIAMI GP, INC.

ARTICLE I - NAME

The name of the corporation is PALM ELEMENT MIAMI GP, INC. (hereinafter called the "Corporation").

ARTICLE II - PRINCIPAL AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is:

c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

ARTICLE III - PURPOSE

The purpose for which the Corporation is organized is to servce as the General Partner of Palm Element Miami, Ltd., a Florida limited partnership and to transact any lawful business.

ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock having no par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at such office is:

Scott M. Price, Esquire 225 East Robinson Street Suite 600 Orlando, FL 32801

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ARTICLE VI – INITIAL DIRECTOR

The Corporation initially shall have four (4) directors, whose names and addresses are:

Ashok Taneja c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

Anil Taneja c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada Rajan Taneja c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

Anish Taneja c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

ARTICLE VII - INITIAL OFFICER

The name, address and title of each initial officer of the Corporation is:

Ashok Taneja - President c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

Anil Taneja – Vice President c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada Rajan Taneja – Vice President c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

Anish Taneja – Vice President c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

Ashok Taneja - President c/o Palm Holdings, Inc. 70 University Avenue Unit 370 Toronto, Ontario M5J 2M4 Canada

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tels so and a

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 and made them effective as of the date of filing the same with the Florida Secretary of State, Division of Corporations and hereby submits these Articles of Incorporation and affirms 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.

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CERTIFICATE OF ACCEPTANCE BY

REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of PALM ELEMENT MIAMI GP, INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and the undersigned is familiar with and accepts the obligations of her position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this $\partial \gamma \mathcal{F}_{day}$ of October, 2021.

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Scott M. Price

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