

Pa10000098241

Florida Department of State
Division of Corporations
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((H22000157391 3))) *effective date 6-2-*



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To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : UNITED STATES CAPITAL GROUP, INC.
Account Number : I20210000112
Phone : (561)805-3591
Fax Number : (561)805-3593

2022 MAY -4 AM 8:26

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

Email Address: info@uscginc.com

A. RAMSEY
MAY - 5 2022

MERGER OR SHARE EXCHANGE
MCT Wireless, Corp.

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$70.00

RECEIVED

2022 MAY -4 PM 4:1

SECRET
TALLAHASSEE, FL



May 3, 2022

FLORIDA DEPARTMENT OF STATE
Division of Corporations

USA PERFORMANCE PRODUCTS, INC.
6671 W INDIANTOWN RD
STE 50-349
JUPITER, FL 33458US

SUBJECT: USA PERFORMANCE PRODUCTS, INC.
REF: P21000098241

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please put the current name USA PERFORMANCE PRODUCTS INC in Article I.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6823.

Annette Ramsey
OPS

FAX Aud. #: B22000157391
Letter Number: 722A00010225



Fax Audit No. H2200015739 3
United States Capital Group, Inc.
Info@uscginc.com
Office: 561-805-3591
Facsimile: 561-805-3593

Cover Letter

Tuesday, May 3, 2022

To: The Florida Department of State
Division of Corporations,
ATTN: Corporate Merger Section

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Fax Audit No. H2200015739 3
United States Capital Group, Inc.
Info@uscginc.com
Office: 561-805-3591
Facsimile: 561-805-3593

Hello,

Please find the attached Articles of Merger for:

USA Performance Products, Inc.
DOCUMENT# P21000098241

And

MCT Wireless, Corp.
DOCUMENT# P14000030543

And also find the attached Restated Articles of Incorporation for the surviving entity:

MCT Wireless, Corp.
F/k/a USA Performance Products, Inc.
DOCUMENT# P21000098241

Sincerely,

Richard C. Turner

President

UNITED STATES CAPITAL GROUP, INC.

O: 561-805-3591

E: Rick.Turner@uscginc.com

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effective date 6-2-22

MCT Wireless, Corp.
F/k/a USA Performance Products, Inc.
6072 SE Crooked Oak Ave
Hobe Sound, FL 33455
www.MCTWireless.com
Info@MCTWireless.com
Office: 561-805-3591
Facsimile: 561-805-3593
SIC: 3669
CUSIP: 90341L102
CIK: 0001321509
Symbol: UPRM
FL Document No.: P21000098241

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ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

ARTICLE I

The name and jurisdiction of the surviving entity:

Name: USA Performance Products, Inc.
Jurisdiction: FL
Entity Type: Corporation
Document Number: P21000098241

ARTICLE II

The name and jurisdiction of each merging eligible entity:

Name: MCT Wireless, Corp.
Jurisdiction: FL
Entity Type: Corporation
Document Number: P14000030543

Name: USA Performance Products, Inc.
Jurisdiction: FL
Entity Type: Corporation
Document Number: P21000098241

ARTICLE III

The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

ARTICLE IV

This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being

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amended and restated as attached.

ARTICLE V

The plan of merger did not require approval by the shareholders and was approved by both corporation's board of directors.

ARTICLE VI

The effective date of this merger and the attached filings is 6/2/2022.

ARTICLE VII

Signature(s) for Each Party:

Signature: /s/ Richard C. Turner

Name: Richard C. Turner

Title: President - United States Capital Group, Inc.

Company: USA Performance Products, Inc.

Document No. P21000098241

Signature: /s/ Richard C. Turner

Name: Richard C. Turner

Title: President - United States Capital Group, Inc.

Company: MCT Wireless, Corp.

Document No. P14000030543

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RESTATED ARTICLES OF INCORPORATION

MCT Wireless, Corp.

f/k/a USA Performance Products, Inc.

DOCUMENT No. P21000098241

Pursuant to Section 607.1006 of the Florida Statutes, this corporation adopts the following amendments to its Articles of Incorporation in accordance with the following.

ARTICLE I

The new name of the corporation is MCT Wireless, Corp. hereinafter referred to as the "Company".

ARTICLE II

The principal place of business for the company is:

6072 SE Crooked Oak Ave
Hobe Sound, FL 33455

The mailing address for the corporation is:

6072 SE Crooked Oak Ave
ATTN: USCG-MCTW
Hobe Sound, FL 33455

ARTICLE III

The purpose for which the company was organized is:

Any And All Lawful Business

ARTICLE IV

The Number of shares the corporation is authorized to issue is:

100,000,000 Common Shares \$0.001 Par Value
10,000,000 Preferred Series A Shares \$0.001 Par Value
10,000,000 Preferred Series B Shares \$0.001 Par Value

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ARTICLE V

Name and Address of Current Registered Agent:

United States Capital Group, Inc.
6072 SE Crooked Oak Ave
Hobe Sound, FL 33455

The above named entity submits this statement for the purpose of changing or confirming its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: /s/RICHARD C. TURNER

Chairman

United States Capital Group, Inc.

Electronic Signature of Registered Agent

ARTICLE VII

The elected officers and directors of the Company are:

Title: President, Treasurer, Secretary and Director

Name: United States Capital Group, Inc.

Address: 6072 SE Crooked Oak Ave
ATTN: USCG-MCTW
Hobe Sound, FL 33455

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: /s/RICHARD C. TURNER

President

United States Capital Group, Inc.

Electronic Signature of Signing Officer/Director Detail

ARTICLE VIII

The effective date shall be June 2, 2022

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Officer Attestation

I Richard C. Turner, President of the corporation hereby certify that no shareholder action was required to adopt these Articles of Merger and these Restated Articles of Incorporation and hereby certify to the adoption of these Restated Articles of Incorporation on May 3, 2022, this is following unanimous approval by the board of directors for both companies. The effective date for all filings contained is June 2, 2022.

SIGNATURE: /s/RICHARD C. TURNER

Richard C. Turner

President

United States Capital Group, Inc.

Electronic Signature of Signing Officer/Attestation and Certification

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Fax Audit No. H22000157391 3

Certificate Of Service

I hereby certify that a copy of these Articles of Merger and Restated Articles of Incorporation for MCT Wireless, Corp. F/k/a USA Performance Products, Inc. was sent via facsimile to:

- Florida Department of State, Division of Corporations, FAX: 850-617-6380

On May 3, 2022.

Respectfully Submitted,

/s/ Richard C. Turner

Richard C. Turner

President

United States Capital Group, Inc.

Electronic Signature of Signing Officer

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