Division of Corporations

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# FLORIDA PROFIT/NON PROFIT CORPORATION MB RECOVERY 123 SERVICES, Corp.

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## ARTICLES OF INCORPORATION MB RECOVERY 123 SERVICES, Corp.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON COMPETENT TO CONTRACT. HEREBY ORGANISES AND INCORPORATES A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

#### ARTICLE I. NAME

THE NAME OF THE ORGANIZATION IS MB RECOVERY 123 SERVICES, CORP.

#### ARTICLE II PRINCIPLE ADDRESS

THE MAILING ADDRESS OF THIS CORPORATION SHALL BE:

### 2255 S.E. VETERANS MEMORIAL PARKWAY PORT SAINT LUCIE, FLORIDA 34952

### <u>ARTICLE III. PURPOSE</u>

THIS CORPORATION MAY ENGAGE IN THE TRANSACTION OF ANY OR ALL LAWFULL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE FLORIDA GENERAL CORPORATION ACT:

#### ARTICLE IV- CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUHTORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 100 SHARES OF COMMON STOCK HAVING NOMINAL OR PAR VALUE OF \$1.00 PER SHARE.

#### ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE IF THIS CORPORATION IS 2255 S.E. VETERANS MEMORIAL PARKWAY; PORT SAINT LUCIE, I LORIDA 34952 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THE ADDRESS IS MADALINE BORRERO.

#### ARTICLE VI- INITIAL BOARD OF DIRECTORS

THE CORPORATION SHALL HAVE INITIALLY HAVE FOUR DIRECTORS TO HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF STOCKHOLDERS AND HIS SUCCESSOR SHALL HAVE BEEN DULY EXECUTED AND QUALIFIED, OR UNTIL HIS EARLIER RESIGNATION, REMOVAL FROM OFFICE OR DEATH. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION. THE NAME AND ADRESS OF THE INITIAL DIRECTORS IS:

| PRESIDENT - MADELINE BORRERO     | 2255 SE VETERANS MEMORIAL PKWY<br>PORT SAINT LUCIE, FLORIDA 34952 |
|----------------------------------|---|
| VICE-PRESIDENT- MADELINE BORRERO | 2255 SE VETERANS MEMORIAL PKWY<br>PORT SAINT LUCIE, FLORIDA 34952 |
| SECRETARY - MADELINE BORRERO     | 2255 SE VETERANS MEMORIAL PKWY<br>PORT SAINT LUCIE, FLORIDA 34952 |
| TREASURER – MADELINE BORRERO     | 2255 SE VETERANS MEMORIAL PKWY<br>PORT SAINT LUCIE, FLORIDA 34952 |

#### ARTICLE VII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLE IS:

> MADELINE BORRERO 2255 SE VETERANS MEMORIAL PKWY PORT SAINT LUCIE, FLORIDA 34952

#### ARTICLE VIII. PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT PRICE AT WHICH IS OFFERED TO OTHERS.

#### ARTICLE IX. INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICERS, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY IT TO THIS STOCKHOLDERS AND APPROVED AT THE STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON; UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THE DATE OF SIGNING.

DATED: December 22, 2021

BY: MADELINE BORRERO INCORPORATOR

/S/ Madeline Borrero INCORPORATOR

#### **ARTICLE X. AMENDMENTS**

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 307.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITED:

FIRST THAT TEREO ASSOCIATION INVESTMENT HOLDINGS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED MADELINE BORRERO, 2255 SE VETERANS MEMORIAL PKWAY; PORT SAINT LUCIE, FLORIDA 34952, AS ITS AGENT

#### TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DATED: December 22, 2021

/S/Madeline Borrero MADELINE BORRERO

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: December 22, 2021

MADELINE BORRERO

/S/Madeline Borrero