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Florida Department of State
Division of Corporations
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Email Address: Rajan@palm-holdings.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
PALM MANAGEMENT USA, INC.**

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**ARTICLES OF INCORPORATION
OF
PALM MANAGEMENT USA, INC.**

ARTICLE I - NAME

The name of the corporation is PALM MANAGEMENT USA, 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 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 one (1) director, whose names and addresses are:

Ashok 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, Secretary
an Treasurer
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

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.



ASHOK TANEJA

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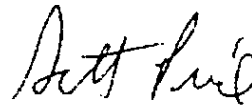
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CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT

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 MANAGEMENT USA, 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 28th day of December, 2021.



Scott M. Price

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