Paacoo 82970

| (Requestor's Name) | | |
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| (Address) | | |
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| (City/State/Zip/Phone #) | | |
| PICK-UP WAIT | MAIL | |
| (Business Entity Name) | | |
| (Document Number) | | |
| Certified Copies Certificates of Star | tus | |
| Special Instructions to Filing Officer: | | |
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SECRETARY OF STATE

DIVISION OF C. RECRATION

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312 850-656-4724

Date: ____ 11/02/2022

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| | | Acc#I2016000007 | 4: () = () |
| Name: | UKT Nort | h America, Inc. | |
| Document #: | | | |
| Order #: | 14616360 |) | |
| Certified Copy of Arts & Amend: Plain Copy: Certificate of Good Standing: | | | |
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Thank you!

ARTICLES OF INCORPORATION OF UKT NORTH AMERICA, INC.

ARTICLE I NAME

The name of the corporation is UKT North America, Inc. (the "Corporation").

ARTICLE II REGISTERED OFFICE

The address of the registered office of the Corporation in the State of Florida is 480 South Broadway Avenue, Bartow, FL 33830. The name of its registered agent at such address is Thomas C. Saunders.

ARTICLE III PURPOSE

The purpose of the corporation is engage in any lawful act or activity for which corporations may now or hereafter be organized under the Florida Business Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000) shares of \$0.01 par value common stock.

ARTICLE V BYLAWS

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to adopt, repeal, rescind, alter or amend in any respect the Bylaws of the Corporation.

ARTICLE VI NO PREEMPTIVE RIGHTS

No shareholders shall have any preemptive rights to acquire unissued shares of the Corporation.

ARTICLE VII INITIAL PRINCIPAL OFFICE

The address of the initial principal office of the Corporation is 3031 N. Rocky Point Drive West, Suite 155, Tampa, Florida 33607

ARTICLE VIII SHAREHOLDER ACTION BY WRITTEN CONSENT

To the extent allowed by law, any action that is required to be or may be taken at a meeting of the shareholders of the Corporation may be taken without a meeting if written consent, setting forth the action, shall be signed by persons who would be entitled to vote at a meeting those shares having voting power to cast not less than the minimum number (or numbers, in the case of voting by classes) of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice shall be given within ten (10) days of the taking of corporate action without a meeting by less than unanimous written consent to those shareholders on the record date whose shares were not represented on the written consent.

ARTICLE IX PLACE OF MEETINGS AND RECORDS

Meetings of shareholders of the Corporation may be held within or without the State of Florida, as the Bylaws may provide. Shareholders of any voting group, other persons entitled to vote on behalf of shareholders, attorneys in fact for shareholders, and holders of proxies may participate in any annual or special meeting of shareholders by means of remote communication to the extent the Board of Directors authorizes such participation for such voting group.

The Board of Directors may permit any or all directors to participate in a regular or special meeting of the Board of Directors by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting.

The books of the Corporation may be kept (subject to any provision of applicable law) within or without the State of Florida at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws.

ARTICLE X LIMITATION OF DIRECTORS' LIABILITY

A Director of this corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a Director, except for liability (i) for any appropriation, in violation of his duties, of any business opportunity of the corporation, (ii) for acts or omissions not in good faih or which involve intentional misconduct or a knowing violation of law, (iii) for the type of liability set forth under Section 607.0834 of the Florida Business Corporation Act, or (iv) for any transaction from which the Director received an improper personal benefit.

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the Florida Business Corporation Act 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 they, or a person for whom they are 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.

SECRETARY OF STATE

Any repeal or modification of the foregoing provisions of this Article X by the shareholders of the Corporation shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

The provisions of this Article X shall not be deemed to limit or preclude indemnification of a Director by the Corporation for any liability of a Director which has not been eliminated by the provisions of this Article X.

ARTICLE XI INCORPORATOR, DIRECTOR AND OFFICERS

The name and address of the incorporator, initial director and officers is as follows:

| Incorporator | Thomas Horan 3031 N. Rocky Point Drive West Suite 155 Tampa, Florida 33607 |
|-------------------------|---|
| Director | Vladislav Lyan Rupniecibas iela 44-9 LV-1045, Riga Latvia |
| President | Marcel Andres Cisneros Kotte 3031 N. Rocky Point Drive West Suite 155 Tampa, Florida 33607 |
| Chief Financial Officer | Thomas Horan 3031 N. Rocky Point Drive West Suite 155 Tampa. Florida 33607 |

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| Having been named as registered agent to accept service | of process for the above stated |
|--|-----------------------------------|
| corporation at the place/elesignated in these Articles of Incorporation, | I am familiar with and accept the |
| appointment as registered agent and agree to act in this capacity. | / |
| | |
| Jacus au | 10/24/82 |
| Required Signature/Registered Agent | Date |
| | 1 |

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.

| Thomas J Horan | 10/26/22 |
|---------------------------------|----------|
| Required Signature/Incorporator | Date |

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