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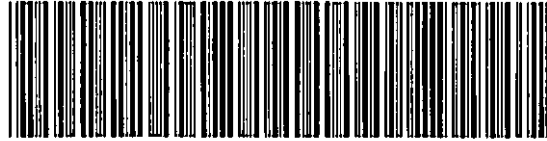
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DEC 12 2022



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NOT RECORDED
NOT INDEXED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2022 DEC 12 AM 7:00

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 15, 2022

ANDRES E. TEJIDOR, ESQ.
1 SE 3RD AVENUE, SUITE 2950
MIAMI, FL 33131

SUBJECT: ALLRIVER CORP
Ref. Number: W22000124931

We have received your document for ALLRIVER CORP and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

L18000048490-ALL RIVERS LLC must list date form in PANAMA on domestication page.,

Please return the corrected original and one copy of 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) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 822A00021962

THE RREL BAISDEN, LLP

ATTORNEYS AT LAW
SUNTRUST INTERNATIONAL CENTER
ONE S.E. THIRD AVENUE SUITE 2950
MIAMI, FLORIDA 33131
TELEPHONE (305) 371-5758
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CATCHINGS THERREL (1890 - 1971)
FRED R. BAISDEN (1903 - 1971)
LEO ROSE, JR. (1917 - 1998)
FRED R. STANTON (1924-2009)

OF COUNSEL
BETH LAZAR
LAWRENCE WEINER

December 2, 2022

VIA FEDERAL EXPRESS

Tyrone Scott / Regulatory Specialist II
The Centre of Tallahassee
2415 N. Monroe Street
Suite 810
Tallahassee, FL 32303

Re: **ALLRIVER CORP.**
Our File No. 304343

Dear Tyrone:

Enclosed herein are the requested documents as per your letter, with regard to the Articles of Domestication which are attached with this letter, for ALLRIVER CORP.

If you have any questions regarding the forgoing, please do not hesitate to contact our office.

Sincerely,

THE RREL BAISDEN, LLP

By: _____

Mario Spindola, Legal Assistant to
Andres E. Tejidor, Esq.

AET/ms
Encls

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: ALLRIVER CORP.

Enclosed is an original and one (1) copy of the Articles of Domestication and a check:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	<u>\$ 78.75</u>
Total filing fee	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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From: ANDRES E. TEJIDOR, ESQ.

Name (printed or typed)

1 SE 3RD AVENUE, SUITE 2950

Address

MIAMI, FLORIDA 33131

City, State & Zip

305-371-5758

Daytime Telephone Number

ATEJIDOR@THERRELBAISDEN.COM

E-mail address: (to be used for future annual report notification)

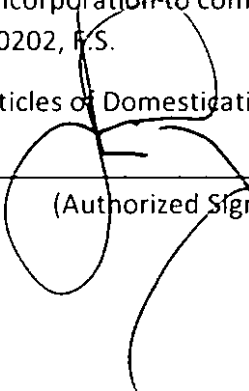
Articles of Domestication
Foreign Corporation Domesticating to Florida

The undersigned, EDUARD GOMIS EGEA, Trustee Shareholder
(Name) (Title)

of ALLRIVER CORP., a foreign
corporation, in accordance with s. 607.11922, Florida Statutes, submit these Articles of
Domestication.

1. Then name of the domesticating corporation is ALLRIVER CORP.
(Foreign Corporation)
2. The jurisdiction and date of its formation is PANAMA; JUNE 29, 2007
3. The name of the domesticated corporation is ALLRIVER USA CORP.
4. The jurisdiction of formation of the domesticated corporation is **Florida**
5. The domestication corporation is a foreign corporation and the domestication was
approved in accordance with its organic law.
6. Attached are Florida Articles of Incorporation to complete the domestication
requirements pursuant to s.607.0202, F.S.

I certify I am authorized to sign these Articles of Domestication on behalf of the corporation.



(Authorized Signature)

FILED
2022 DEC 12 AM 8:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

ALLRIVER USA CORP.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

Principal Address

391 PARK AVENUE

RYE, NEW YORK 10580

Mailing Address

391 PARK AVENUE

RYE, NEW YORK 10580

FILED
2022 DEC 12 AM 8:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

ALL LAWFUL PURPOSES

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS: 100

ARTICLE VI REGISTERED AGENT AND STREET ADDRESS

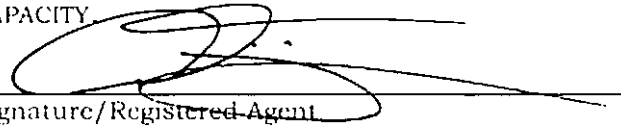
THE **NAME AND FLORIDA STREET ADDRESS** (P.O. BOX **NOT** ACCEPTABLE) OF THE REGISTERED AGENT IS:

ANDRES E. TEJIDOR, ESQ.

1 SE 3RD AVENUE, SUITE 2950

MIAMI, FLORIDA 33131

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.


Signature/Registered Agent

12/1/2022
Date

ARTICLE V DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Name & Title: EDUARD GOMIS EGEA, PST

Address: 391 PARK AVENUE
RYE, NEW YORK 10580

Name & Title: _____

Address: _____

Name & Title: _____

Address: _____

Name & Title: _____

Address: _____

Name & Title: _____

Address: _____

Name & Title: _____

Address: _____

Name & Title: _____

Address: _____

Name & Title: _____

Address: _____

I submit this document and affirm that the facts stated herein are true. I am aware that 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.

Signature/Authorized Person

Dec 1, 2022

Date

CONSENT TO DOMESTICATION

THE UNDERSIGNED, EDUARD GOMIS EGEA, a resident of the United States of America, bearing responsibility for the representation in these matters for the shareholders of ALLRIVER CORP., a Panama corporation, by his signature herein hereby consents to the domestication of ALLRIVER CORP., pursuant to Fla. Stat. Section 607.11920 and the movement of its place of Incorporation from Panama to the State of Florida.



EDUARD GOMIS EGEA