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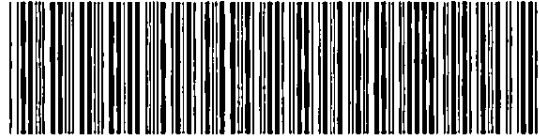
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115 N CALHOUN ST., STE. 4  
TALLAHASSEE, FL 32301  
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COGENCYGLOBAL.COM

Account#: I20000000088

Date: 12/13/2022

Name: Janelle Davis

Reference #: 1859660

Entity Name: SPI360 CONSULTING INC.

- ☒ Articles of Incorporation/Authorization to Transact Business
- ☐ Amendment
- ☐ Change of Agent
- ☐ Reinstatement
- ☐ Conversion
- ☐ Merger
- ☐ Dissolution/Withdrawal
- ☐ Fictitious Name
- ☒ Other Please provide a certified copy upon filing.

Authorized Amount: \$78.75

Signature: Janelle Davis

**ARTICLES OF INCORPORATION  
OF  
SPI360 CONSULTING INC.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be SPI360 Consulting Inc. (the "**Corporation**").

**ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is 1110 Brickell Ave., Suite 430, Miami, FL 33131.

**ARTICLE III: PURPOSE**

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

**ARTICLE IV: SHARES**

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 100, all of which shall be common stock with a par value of \$0.0001 per share.

**ARTICLE V: CUMULATIVE VOTING**

All shareholders are entitled to cumulate their votes for directors pursuant to Section 607.0728(3) of the FBCA.

**ARTICLE VI: PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights for shareholders pursuant to the provisions of Section 607.0630(2) of the FBCA.

**ARTICLE VII: INITIAL DIRECTORS AND OFFICERS**

The initial board of directors of the Corporation shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the individual who will serve on the initial board of directors is:

Santiago Ibarguen, PH Vitri Tower Apt 62a, Av. Pasco del Mar, Costa del Este, Panamá City, Panamá.

The name and address of the individual who will serve as initial officer is:

Santiago Ibarguen, PH Vitri Tower Apt 62a, Av. Pasco del Mar, Costa del Este, Panamá City, Panamá.

#### **ARTICLE VIII: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1110 Brickell Ave., Suite 430, Miami, FL 33131. The name of the initial registered agent of the Corporation at that office is Santiago Ibarguen.

#### **ARTICLE IX: INCORPORATOR**

The name and address of the Corporation's incorporator is:

Brent Xavier, P.O. Box 768, DeWitt, NY 13214

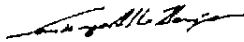
#### **ARTICLE X: INDEMNIFICATION OF DIRECTORS AND OFFICERS**

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA 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. Any amendment, repeal, or modification of this Article X shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

#### **ARTICLE XII: EFFECTIVE DATE AND TIME**

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Required Signature/Registered Agent

12/12/2022

Date

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.

Brent Xavier

Required Signature/Incorporator

12/12/2022

Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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