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PLEASE FILE THE ATTACHED DOMESTICATION FOR:

MANBE HOLDINGS INC.

PLEASE RETURN A CERTIFIED COPY

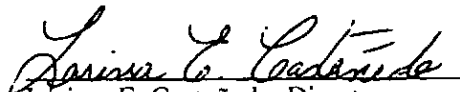
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CERTIFICATE OF DOMESTICATION

The undersigned, Larissa E. Castañeda, Director of Manbe Holding Inc., a foreign corporation, in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was October 30, 2015.
2. The jurisdiction where the above name corporation was first formed, incorporated, or otherwise came into being was Panama.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Manbe Holding Inc.
4. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Manbe Holdings Inc.
5. The jurisdiction that constituted seat, siege social, or principal place of business or central administration of the corporation, or by other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was British Virgin Islands.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am the Director of Manbe Holding Inc. and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 22th day of December, 2022.


Larissa E. Castañeda, Director

22 DEC 27 2022
SECRETARY
DIVISION OF
CORPORATIONS

**ARTICLES OF INCORPORATION
OF
MANBE HOLDINGS INC.**

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I
NAME**

The name of this corporation is Manbe Holdings Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address is 781 Crandon Blvd., Unit 502, Key Biscayne, Florida 33149.

**ARTICLE III
TERM OF CORPORATE EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation with the Secretary of State of Florida.

**ARTICLE IV
PERMITTED ACTIVITY**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

**ARTICLE V
AUTHORIZED SHARES**

The aggregate number of shares which the corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 par value per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLE VI
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT**

The initial Registered Agent for the Corporation is Maria Camila Suarez, which is located at 151 SE 15th Rd., Unit 401, Miami, Florida 33129.

**ARTICLE VIII
DIRECTORS**

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the Bylaws. The name of the director of the Board of Directors who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

Manuel Antonio Suarez	781 Crandon Blvd., Unit 502 Key Biscayne, Florida 33149
Beatriz Pardo de Suarez	781 Crandon Blvd., Unit 502 Key Biscayne, Florida 33149
Maria Camila Suarez	781 Crandon Blvd., Unit 502 Key Biscayne, Florida 33149
Laura Suarez	781 Crandon Blvd., Unit 502 Key Biscayne, Florida 33149

**ARTICLE IX
INCORPORATOR**

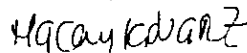
The name and address of the Incorporator is Maria Camila Suarez and 781 Crandon Blvd., Unit 502, Key Biscayne, Florida 33149.

**ARTICLE X
INDEMNIFICATION**

Every person now or hereafter serving as Director, officer or employee of the corporation shall be indemnified and held harmless by the corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a Director, officer or employee of the corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such Director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 25 day of Director, 2022.



Maria Camila Suarez, Director


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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Manbe Holdings Inc.
2. The name and address of the registered agent and office is: Maria Camila Suarez – 151 SE 15th Rd., Unit 401, Miami, Florida 33129.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in its capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.



Maria Camila Suarez

December 25, 2022

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