

02/08/2023 14:06:50 To: [redacted] From: [redacted] 954-37-0908

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RECEIVED
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CORPORATION IS
TALLAHASSEE, FL

FLORIDA PROFIT/NON PROFIT CORPORATION
PB FL RETAIL, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
PB FL RETAIL, INC.**

The undersigned, for the purposes of forming a Corporation for Profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is PB FL Retail, Inc. (the "Corporation") and its physical address is 3918 NE 1st Avenue, Miami, Florida 33137 and mailing address is 126 Fifth Avenue, 7th Floor, New York, New York 10011.

ARTICLE II - DURATION

This Corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, par value \$1.00 per share.

ARTICLE V - REGISTERED OFFICE

The Registered Agent and registered office of the Corporation shall be:

Greenspoon Marder LLP
600 Brickell Avenue, Suite 3600
Miami, Florida 33131

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ARTICLE VI - DIRECTOR AND OFFICERS

This Corporation shall have one director initially. The number of Directors of this Corporation may be either increased or diminished from time to time pursuant to the Bylaws, but shall never be less than one (1).

Name

Luiz Morais

Address126 Fifth Avenue, 7th Floor
New York, New York 10011

The current officers of the Corporation are:

Name and Office

Luiz Morais, President, Secretary

Address126 Fifth Avenue, 7th Floor
New York, New York 10011**ARTICLE VII - INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of August, 2023.



Kate Saft, Incorporator

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CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That PB FL Retail, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 3918 NE 1st Avenue, Miami, Florida 33137, has named Greenspoon Marder LLP (the "Firm") as Registered Agent, who may be served at the registered office located at 600 Brickell Avenue, Suite 3600, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, Greenspoon Marder LLP (the "Firm") hereby accepts to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.



Kate Saft, For the Firm

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