

P230000 71138

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

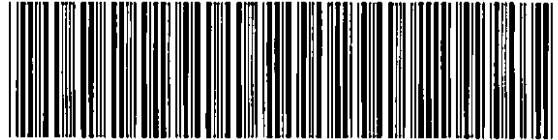
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600416679286

FILED

2023 OCT -3 PM 3:35

ALLAH

RECEIVED

2023 OCT -3 AM 11:46

MEMPHIS, TENNESSEE



CSC - Tallahassee  
1201 Hays Street  
Tallahassee, FL 32301-2607  
850-558-1500, Ext: 61592

To: Department Of State, Division Of Corporations  
From: Alexxis Weiland-Sorenson  
Ext: 61592  
Date: 10/03/23  
Order #: 1285692-1  
Re: TWINCAM PRO USA VENTURES INC.  
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Certificate of Formation/Incorporation

Amount to be deducted from our State Account: \$87.50 - FL State Account Number:  
I20000000195

AUTH:

A handwritten signature in black ink, appearing to read "Alexxis Weiland-Sorenson", written over a horizontal line.

Please take the following action:

File in your office on basis  
ISSUE CERTIFIED COPY  
ISSUE GOOD STANDING

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

**ARTICLES OF INCORPORATION OF  
TWINCAM PRO USA VENTURES INC.**

A Florida Corporation

**ARTICLE I  
NAME**

The name of this corporation is TWINCAM PRO USA VENTURES INC. (the "Corporation"), and its mailing address is 1101 Brickell Ave, Suite 1400, Miami, FL 33131.

**ARTICLE II  
NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

- (i) To engage in any and all lawful business or activity permitted under the laws of the United States, and the State of Florida.
- (ii) To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- (iii) To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the Corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which this Corporation's existence shall begin is the date on which these Articles of Incorporation are filed with the Department of State of the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The total number of shares of stock this Corporation shall have authority to issue is 1,000 shares of Common Stock, \$1.00 par value per share (the "Common Stock"). The Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

FILED  
2023 OCT -3 PM 3:35

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, FL 32301, and the name of the initial registered agent of this Corporation at that address is Corporation Service Company.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) initial director. The number of directors may be increased by the Bylaws, but shall never be less than one (1). The initial director of this Corporation shall be Abeesh Valiyapurakkal Pushkaran, domiciled at WH – 1, 72nd Street, Dubai Investment Park -1, Dubai, United Arab Emirates.

**ARTICLE VII**  
**INITIAL OFFICERS**

The Board of Directors shall have the power to appoint and remove the officers of the Corporation in accordance with the Bylaws. The initial officers of the Corporation shall be the following:

| Name                            | Address  | Position               |
|---------------------------------|--|------------------------|
| Abeesh Valiyapurakkal Pushkaran | WH – 1, 72nd Street, Dubai Investment Park -1, Dubai, United Arab Emirates | President              |
| Tariq Khalid                    | 1650 Galiano Street, Apt 406, Coral Gables, FL 33134                       | Vice-President and CEO |
| Xavier Ruiz                     | 1101 Brickell Ave, Suite 1400, Miami, FL 33131                             | Secretary              |

**ARTICLE VIII**  
**AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS**

The power to adopt, alter, amend or repeal any provisions contained in these Articles of Incorporation or the Bylaws of the Corporation shall be vested in the shareholders of this Corporation.

**ARTICLE IX**  
**INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall

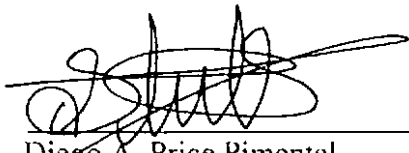
include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

#### **ARTICLE X INCORPORATOR**

The person signing these Articles of Incorporation in its capacity as incorporator is, Diego A. Price Pimentel, domiciled at 1101 Brickell Ave, Suite 1400, Miami, FL 33131.

FILED  
2023 OCT -3 PM 3:35  
CLERK OF DISTRICT COURT  
MIAMI

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 2nd day of October, 2023.

  
\_\_\_\_\_  
Diego A. Price Pimentel

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT  
UPON WHOM PROCESS MAY BE SERVED

WITNESSETH

That TWINCAM PRO USA VENTURES INC., desiring to organize under the laws of the State of Florida, has named Corporation Service Company as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 of the Florida Statutes.

October 2, 2023



Corporation Service Company

By:

Name: Alexxi's Wiland-Sorenson

Title: Assistant vice president

FILED  
2023 OCT -3 PM 3:35  
CLERK OF DISTRICT COURT  
JULIA A. HASSLER