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FLORIDA PROFIT/NON PROFIT CORPORATION
MARIEL HOLDINGS CORP.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION OF MARIEL HOLDINGS CORP.

The undersigned, acting as incorporator of **MARIEL HOLDINGS CORP.**, in compliance with Chapter 607 Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is **MARIEL HOLDINGS CORP.**, (the "Corporation").

ARTICLE II. ADDRESS

The principal address of the corporation is:

**2121 S.W. 3rd Avenue
8th Floor
Miami, FL 33129**

The mailing address of the corporation is:

**2121 S.W. 3rd Avenue
8th Floor
Miami, FL 33129**

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The purpose for which the Corporation is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2121 S.W. 3rd Ave. 8th Floor, Miami, FL 33129, and the name of the corporation's initial registered agent at that address is **TRANSAL CORPORATION**.

ARTICLE VII. INITIAL BOARD OF DIRECTORS AND OFFICERS

The names, titles and addresses of the initial Directors and Officers of the Corporation are:

<u>Name</u>	<u>Title(s)</u>	<u>Address</u>
Mauricio Ernesto Poma	Director and President	c/o 2121 S.W. 3 rd Avenue 8 th Floor Miami, FL 33129
Rodolfo Eustasio Pita	Director, Vice- President and Treasurer	c/o 2121 S.W. 3 rd Avenue 8 th Floor Miami, FL 33129
Marcello Marreco Sardenberg	Director and Secretary	c/o 2121 S.W. 3 rd Avenue 8 th Floor Miami, FL 33129

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is **Emilia Jarquin, 701 Brickell Avenue, Suite 3300, Miami, FL 33131**.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 16th day of April, 2024.

/s/ Emilia Jarquin

Emilia Jarquin, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION


That **MARIEL HOLDINGS CORP.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 2121 S.W. 3rd Avenue, 8th Floor, Miami, FL 33129, has named **TRANSAL CORPORATION**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, agrees to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 16th day of April, 2024.

TRANSAL CORPORATION

By: 
 Name: MARCELLO SANDEMBERG
 Title: Authorized Person

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