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Division of Corporations

Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
SIDEWALL NORTH AMERICA INC.

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Corporate Filing Menu

Help

ARTICLES OF INCORPORATION
OF
SIDEWALL NORTH AMERICA INC.

Article I

Name

The name of this corporation is SIDEWALL NORTH AMERICA INC.

Article II

Principal Office Address

The principal office and mailing address of the Corporation is located at: 601 Brickell Key Drive, Suite 700, Miami, Florida 33131.

Article III

Nature of Business

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. 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 IV

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 corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

Article V

Capital Stock

This corporation is authorized to issue 1,000 shares of common stock with \$.10 par value.

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Article VI
Pre-Emptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, may have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, or as such rights are determined from time to time by the Bylaws or other applicable adopted corporate documents.

Article VII
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 100 SE Second Street, Suite 3400, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that office is Stefania Bologna, Esq.

Article VIII
Incorporator

The name and address of the person signing these Articles is:

Stefania Bologna, Esq.	100 S.E. Second St., #3400 Miami, Florida 33131
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Article IX
Initial Board of Directors and Officers

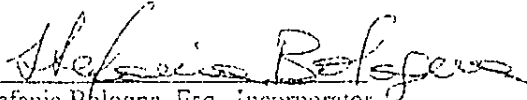
This corporation shall have at least one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

Name:	Title:	Address:
Franco Denari	Director, President	301 E. 94th Street, Unit 21B New York, NY 10128
Maurizio Mazzarini	Director, Vice President Treasurer	Via Cantoniera 1A Carpegna (PU), Italy 61021
Sandra Giunchino	Director, Secretary	12864 Biscayne Blvd., Unit 291 North Miami, Florida 33181

Article X
Indemnification

This corporation shall indemnify any and all of its directors, officers, incorporator or agents or former directors, officers, incorporator or agents or any person or persons who may have served at its request as a director, officer, incorporator or agent of another corporation, partnership, joint venture, trust or other enterprise 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, incorporator or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, incorporator or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of July, 2024.


Stefania Bblogna, Esq., Incorporator

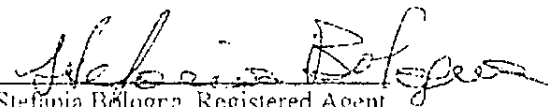
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of s607.0501, Florida Statutes, the undersigned corporation, organized pursuant 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: SIDEWALL NORTH AMERICA INC.
2. The name and address of the registered agent and office is:

Stefania Bologna, Esq.
100 S.E. Second Street
Suite 3400
Miami, Florida 33131

The undersigned, Stefania Bologna, Esq., Registered Agent, hereby accepts the designation of themselves as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.


Stefania Bologna, Registered Agent