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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**BB TRADE FLORIDA INC.**

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TALLAHASSEE, FL

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**ARTICLES OF INCORPORATION**

**OF**

**BB TRADE FLORIDA INC.**

S I:

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be **BB Trade Florida Inc.** (the "Corporation").

**ARTICLE II**

**INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is 2000 S Dixie Hwy #110, Miami, FL 33133, United States.

**ARTICLE III**

**PURPOSE**

The purpose of the Corporation is to engage in all lawful activities for which corporations may be organized under the laws of the State of Florida, including but not limited to conducting money business services. This includes providing money transmission, currency exchange, check cashing, payment processing, and other related financial services, in accordance with applicable federal, state, and local regulations.

**ARTICLE IV**

**TERRITORIALITY OF THE CONDUCT OF CORPORATE ACTIVITIES**

The activities of the Corporation shall be conducted within the territory of the State of Florida. The Corporation shall comply with all applicable federal, state, and local laws, regulations, and requirements in conducting its business within the State of Florida. The Corporation may establish additional offices and conduct business outside of the State of Florida, provided that such activities are compliant with applicable laws and regulations of those other jurisdictions.

## ARTICLE VI

### SHARES

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is 10,000, each having a par value of \$0.0001.

## ARTICLE VII

### BOARD OF DIRECTORS

The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

Directors shall be elected at each annual meeting of stockholders to hold office until the next annual meeting. Each director shall hold office either until the expiration of the term for which elected or appointed and until a successor has been elected and qualified, or until such director's death, resignation or removal. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director.

No person entitled to vote at an election for directors may cumulate votes to which such person is entitled unless required by applicable law at the time of such election. During such time or times that applicable law requires cumulative voting, every stockholder entitled to vote at an election for directors may cumulate such stockholder's votes and give one candidate a number of votes equal to the number of directors to be elected multiplied by the number of votes to which such stockholder's shares are otherwise entitled, or distribute the stockholder's votes on the same principle among as many candidates as such stockholder desires. No stockholder, however, shall be entitled to so cumulate such stockholder's votes unless (A) the names of such candidate or candidates have been placed in nomination prior to the voting and (B) the stockholder has given notice at the meeting, prior to the voting, of such stockholder's intention to cumulate such stockholder's votes. If any stockholder has given proper notice to cumulate votes, all stockholders may cumulate their votes for any candidates who have been properly placed in nomination. Under cumulative voting, the candidates receiving the highest number of votes, up to the number of directors to be elected, are elected.

Subject to any limitations imposed by applicable law, the Board of Directors or any director may be removed from office at any time, with or without cause, by the affirmative vote of the holders of a majority of the voting power of all then-outstanding shares of capital stock of the corporation entitled to vote generally at an election of directors.

The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The stockholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; provided, however, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Certificate of Incorporation, such action by stockholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class.

Unless and except to the extent that the bylaws of the corporation shall so require, the election of directors of the corporation need not be by written ballot.

The name and address of the individual who will serve on the initial board of directors is:

PRZEMYSŁAW KRAL, 36 BD DU JARDIN EXOTIQUE MONACO

#### ARTICLE VIII

##### INITIAL OFFICERS

The names and addresses of the individuals who will serve as initial officers are:

**Chief Executive Officer:** PRZEMYSŁAW KRAL, 36 BD DU JARDIN EXOTIQUE MONACO

**Company Treasurer:** DAVID LUKSENBURG, 41, RUE DE PONT-REMY L-2423 LUXEMBOURG

**Company Secretary:** ARTUR EOLIAN, 34 KOMITAS STREET, APT 18, YEREVAN, ARMENIA

**Company Secretary:** TATIANA ABGARIAN, 27872 COLONIAL, MISSION VIEJO, 92692

#### ARTICLE IX

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road Plantation FL 33324. The name of the initial registered agent of the Corporation at that office is VCorp Services LLC.

#### ARTICLE X

##### INCORPORATOR

The name and street address of the Corporation's incorporator is:  
PRZEMYSŁAW KRAL, 36 BD DU JARDIN EXOTIQUE MONACO

#### ARTICLE XI

##### DURATION

The duration of the corporation is perpetual.

## ARTICLE XII

### INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made, or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that they, or a person for whom they are the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article XI shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

## ARTICLE XIII

### EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity.

*I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.*

Required Signature/Registered Agent

Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

Przemyslaw Kral

Required Signature/Incorporator

11/8/2024

Date