

8/27/95

((H95000007102))

TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

FLORIDA DIVISION OF CORPORATIONS

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: MARAKESH, INC.

FAX AUDIT NUMBER: H95000007102

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TO

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

June 27, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: MARAKESH, INC.
REF: W95000013079

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Loria Poole
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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

Cory B. Nass
FL Bar #0003496
1801 Clint Moore Rd
Boca Raton, FL 33496
(407) 999-9191

(4)

**ARTICLES OF INCORPORATION
OF
MARAKESH, INC.**

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is Marakesh, Inc. (the "Corporation").
- SECOND:** The principal office address and mailing address of the corporation is 7040 West Palmetto Park Road, Suite 2-345, Boca Raton, FL 33433.
- THIRD:** The Corporation is authorized to issue 1,000 shares of common stock, per value \$.001 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 7040 West Palmetto Park Road, Suite 2-345, Boca Raton, FL 33433 and the registered agent at that address is: Tara Ross.
- FIFTH:** The name and address of the incorporator of the Corporation is: Tara Ross, 7040 West Palmetto Park Road, Suite 2-345, Boca Raton, FL 33433.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations maybe formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have three directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the sole director of the Corporation is:
- Tara Ross
7040 West Palmetto Park Road
Suite 2-345
Boca Raton, FL 33486
- EIGHTH:** The corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

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JACKSONVILLE, FLORIDA


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NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on June 24, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26 day of June, 1995.


Tara Ross

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Tara Ross

Dated: 6/26/95

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TALLAHASSEE, FLORIDA

P95000050324

NOESIS CAPITAL CORP

OFFICE USE ONLY

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*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation or R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Florida Department of State, Sandra B. Monrham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Marakesh, Inc.

1b. The mailing address of the corporation is: 5611 Floralwood Drive
Boca Raton, FL 33433

1c. Date of Incorporation: June 26, 1995 Document number: P45000050324

2. The name and address of the current registered agent and office:

Tara A. Ross
7040 West Palmetto Park Rd, Suite 2-345
Boca Raton, FL 33433

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Tara A. Ross
8611 Floralwood Dr.
Boca Raton, FL 33433

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Tara A. Ross
(Signature of an officer, chairman or vice chairman of the board) 11/6/95
(Date)

Tara Ross
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Tara A. Ross
(Signature of Registered Agent) 11/6/95
(Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314