

MAR-19-1996 09:30
3/19/96

FLORIDA DIVISION OF CORPORATIONS

P.O. 1
9:27 AM

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
409 EAST GAIL STREET
TALLAHASSEE, FL 32309
FAX (904) 922-0000

CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (308) 541-3770

(((H90000003920)))
NAME: MAC FORT, CORP.
FAX AUDIT NUMBER: H90000003920
DATE REQUESTED: 03/19/1996
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ACCOUNT NUMBER: 072450003255

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3/19

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CHANCELLOR

MAR-19-1996 09:38

P.02/11

Prepared by:
B & L Business Legal, Inc.
141 NE 3rd Ave #200
Miami, FL 33132
305-373-6211

PREPARED BY:
B & L BUSINESS LEGAL, INC.
141 NE 3rd AVE, STE 200
MIAMI, FL 33132 (305) 373-6211

ARTICLES OF INCORPORATION

ARTICLE I -- NAME

THE NAME OF THIS CORPORATION IS:

MAC FORT, CORP.

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

**141 NORTH EAST 3rd AVENUE SUITE 206
MIAMI, FLORIDA 33132**

ARTICLE II -- PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III -- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

ARTICLE IV -- PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V -- INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

**141 NORTH EAST 3rd AVENUE SUITE 206
MIAMI, FLORIDA 33132**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

**TANIA CASCAIS of:
B & L BUSINESS LEGAL, INC**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 MAR 19 PM 1:36

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PREPARED BY:
B & I BUSINESS LEGAL, INC.
141 N. E. 3RD AVE. STE 206
MIAMI, FL. 33132 (305) 375-4111

H 960000 07920

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR(S) OF THIS CORPORATION IS/ ARE:

ARTHUR MENEZES
PRESIDENT / DIRECTOR

ARTICLE VII -- INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

B & I, BUSINESS LEGAL, INC.
141 NORTH EAST 3rd AVENUE SUITE No. 206
MIAMI, FLORIDA 33132

ARTICLE VIII -- INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE IX -- MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X -- BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 1st DAY OF MARCH OF 1996.


Incorporator

H 960000 03920

MAR-19-1996 09:30

P.04/11

PREPARED BY:
B & I BUSINESS LEGAL, INC.
341 N. E. 2nd AVE., STE 600
MIAMI, FL 33132 (305) 375-0111

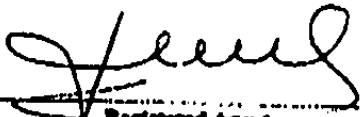
**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

THAT MAC FORT, CORP. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE, STATE OF FLORIDA, HAS APPOINTED B & I BUSINESS LEGAL, INC., AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF MAC FORT, CORP. TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 18th DAY OF MARCH, 1996.



Registered Agent

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H 960000 03920

MAR-19-1996 09:38

P.05/11

H 960000 03920

PREPARED BY:
B & L BUSINESS LEGAL, INC.
101 N. E. BWAYE, STE 200
MIAMI, FL 33130 (305) 479-4111

STATE OF FLORIDA)
COUNTY OF DADE)

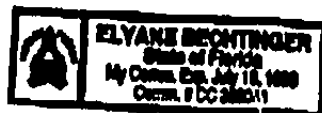
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED TANIA CASCAIS of B & L BUSINESS LEGAL, INC. KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREBY SET MY HAND AND AFFIXED MY OFFICIAL SEAL,

IN THE STATE AND COUNTY AFORESAID THIS 18th DAY OF MARCH, 1996.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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MAR-19-1996 09139

P.06/11

PREPARED BY
B & L BUSINESS LEGAL, INC.
141 N. E. 9th AVE. STE 900
MIAMI, FL 33136 (305) 75-0011

SPECIFIC POWER OF ATTORNEY

BE IT KNOWNED, THAT I, B & L BUSINESS LEGAL, INC. OF MIAMI - FL, THE UNDERSIGNED, TO HEREBY GRANT A LIMITED AND SPECIFIC POWER OF ATTORNEY TO B & L BUSINESS LEGAL, INC. OF MIAMI, FL - AS MY ATTORNEY-IN-FACT.

SAID ATTORNEY-IN-FACT SHALL HAVE FULL POWER AND AUTHORITY TO UNDERTAKE AND PERFORM ONLY THE FOLLOWING ACTS ON MY BEHALF: MANAGE THE PROCEDURES IN ORDER TO OBTAIN FEIN #, ANY KIND OF BUSINESS LICENSES, INQUIRE ABOUT LIABILITIES WITH THE I. R. S., FLORIDA DEPARTMENT, CUSTOMS, AND ANY OTHER GOVERNMENTAL OFFICE. THE AUTHORITY HEREIN SHALL INCLUDE SUCH INCIDENTAL ACTS AS ARE REASONABLY REQUIRED TO CARRY OUT AND PERFORM THE SPECIFIC AUTHORITIES GRANTED HEREIN.

MY ATTORNEY-IN-FACT AGREES TO ACCEPT THIS APPOINTMENT SUBJECT TO ACT AND PERFORM IN SAID FIDUCIARY CAPACITY CONSISTENT WITH MY BEST INTEREST AS MY ATTORNEY-IN-FACT IN THIS DISCRETION DEEMS ADVISABLE.

THIS POWER OF ATTORNEY IS EFFECTIVE UPON EXECUTION. THIS POWER OF ATTORNEY MAY BE REVOKED BY ME AT ANY TIME, AND SHALL AUTOMATICALLY BE REVOKED UPON MY DEATH, PROVIDED ANY PERSON RELYING ON THIS POWER OF ATTORNEY SHALL HAVE FULL RIGHTS TO ACCEPT AND RELY UPON THE AUTHORITY OF MY ATTORNEY-IN-FACT UNTIL IN RECEIPT OF ACTUAL NOTICE OF REVOCATION.

SIGNED UNDER SEAL THIS 19th DAY OF MARCH, 1996.

TANIA CASCAIS
B & L BUSINESS LEGAL, INC.
MAC FORT, CORP.

STATE OF FLORIDA
COUNTY OF DADE

On 03/18/96 before me, ELYANE BECHTINGER personally, appeared B & L BUSINESS LEGAL, INC. Personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is / are subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his / her / their authorized capacity (ies), and that by his / her / their signature(s) on the instrument the person(s), or The entity upon behalf of which the person(s) acted, executed the instrument.

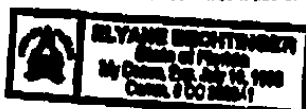
WITNESS MY HAND AND OFFICIAL SEAL.

Signature _____

Notary public

Affiant ☐ Known ☒ Produced ID _____

(Seal)



Type of ID _____

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CLERK OF STATE
TANIA CASCAIS
B & L BUSINESS LEGAL, INC.
MAC FORT, CORP.
STATE OF FLORIDA

P960000624418

PUBLIC ACCESS SYSTEM
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((H97000003590 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MAC FORT, CORP.

AUDIT NUMBER.....H97000003590

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2

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00529, 00135, 00542, 00671

Conc. ✓
Linda

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97 MAR -6 PM 4:20
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TALLAHASSEE, FLORIDA

March 3, 1997

MAC FORT, CORP.
141 N.E. 3RD AVENUE
SUITE 206
MIAMI, FL 33132

SUBJECT: MAC FORT, CORP.
REF: P96000024418

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document is illegible and not acceptable for microfilming.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000003590
Letter Number: 997A00010825

ARTICLE OF AMENDMENT TO
ARTICLE OF INCORPORATION OF

MAC FORT, CORP.

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLE OF INCORPORATION.

FIRST

AMENDMENT ADOPTED:

- 1 - THE NEW NAME FOR THIS CORPORATION WILL BE:
VICO SERVICES CORP.

SECOND

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF
ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED THE
AMENDMENT ITSELF, ARE AS FOLLOWS.

THIRD

THE DATE OF EACH AMENDMENT'S ADOPTION: FEBRUARY, 26 1997.

FORTH

ADOPTIONS OF AMENDMENTS:

- X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF
DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT
REQUIRED.
- THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES
CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.
- THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING
GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED
TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL
BY _____
(Voting group)

SIGNED THIS 26 OF FEBRUARY OF 1997.
MAC FORT, CORP.

BY _____

(Chairman or Vice-Chairman of the Board of Directors, President or other officer or adopted the shareholders)

Typed or printed name: ARTURIO CESAR DE MENEZES SOARES FILHO
Title: PRESIDENT / DIRECTOR

PREPARED BY:
B&L BUSINESS LEGAL INC.
141 NORTHEAST 3RD AVENUE 9TH FLOOR
MIAMI, FL 33132-2221
PHONE (305) 373-6211

FILED
97 MAR -6 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA