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TO DIVISION OF CORPORATIONS FROM MIAMI MASTER COMPANY

DEPARTMENT OF STATE

STATE OF FLORIDA

405 EAST BAY STREET

TALLAHASSEE, FL 32399

MIAMI, FL 33135

302-4610

FAX: (904) 922-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3094

FAX: (305) 541-3770

((H96000010405))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MIAMI MASTER COMPANY CORP.

FAX AUDIT NUMBER: H96000010405

CURRENT STATUS: REQUESTED

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96 JUL 26 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/26

DIVISION OF CORPORATIONS

96 JUL 26 PM 1:19

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B & I Business
Clyane Bechtinger
141 NE 3rd Ave. 206
Miami, FL 33141
(305) 373-6211

ARTICLES OF INCORPORATION

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS:
MIAMI MASTER COMPANY CORP

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:
141 N.E. 3RD AVENUE SUITE 900
MIAMI FL 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 AT 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:
750 N.E. 64TH STREET SUITE A3-514
MIAMI FL 33136

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

WILLIAM ANGELO DOS SANTOS

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55 JUL 26 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B & I

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:

WILLIAM ANGELO DOS SANTOS, - PRESIDENT

ARTICLE VII - INCORPORATOR

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

WILLIAM ANGELO DOS SANTOS
750 N.E. 64TH STREET A3-514
MIAMI FL 33138

ARTICLE VIII - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS 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 12TH DAY OF JULY OF 1996.


Incorporator

B & I

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

WITNESSETH:

THAT MIAMI MASTER COMPANY CORP DESIGNED 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:

WILLIAM ANGELO DOS SANTOS

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

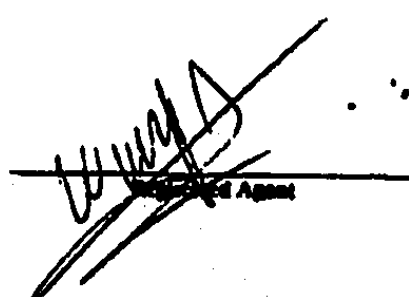
ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

MIAMI MASTER COMPANY 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:**

26TH DAY OF JULY, 1996.



Registered Agent



H96000010405

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED:

WILLIAM ANGELO DOS SANTOS

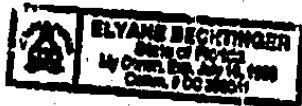
KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

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

IN THE STATE AND COUNTY AFORESAID THIS 26TH DAY OF JULY, 1996.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



H96000010405

B & I**SPECIFIC POWER OF ATTORNEY**

BE IT KNOWNED, THAT I, **WILLIAM ANGELO DOS SANTOS**, OF MIAMI - FL., THE UNDERSIGNED, DO HEREBY GRANT A LIMITED AND SPECIFIC POWER OF ATTORNEY TO **B & I 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 DEPARTMENTS, 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 26TH DAY OF JULY

1996

WILLIAM ANGELO DOS SANTOS
B. # 189-21-5789

STATE OF FLORIDA
COUNTY OF DADE

On 07 / 26 / 96 before me, **ELYANE BECHTINGER** personally, appeared

WILLIAM ANGELO DOS SANTOS

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

(Seal)



Affirm ☐ Known ☒ Produced ID ☐
Type of ID _____

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SEP-20-1996 15

EMPIRE CORPORATE KIT

P.02 02

9/20/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:53 AM

((H96000013206 3))

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: MIAMI MASTER COMPANY CORP.

AUDIT NUMBER.....H96000013206

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

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TALLAHASSEE, FLORIDA

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Linda

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SEP-20-1996 15:20

EMPIRE CORPORATE KIT

P.02/02

ARTICLES OF INCORPORATION OF

MIAMI MASTER COMPANY, CORP.

H96000013206

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PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST:

AMENDMENT ADOPTED:

THE NEW PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER AND DIRECTOR IS: PAULO CESAR MALDONADO.

ADDRESS: 141 N.E. 3RD AVENUE SUITE 900
MIAMI FLORIDA 33132

SECOND:

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

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: 09/17/ 1996.

FOURTH:

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 17TH DAY OF SEPTEMBER, 1996.

MIAMI MASTER COMPANY, CORP.

BY

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

Type or printed name: WILLIAN ANGELO DOS SANTOS
Title: PRESIDENT - DIRECTOR - INCORPORATOR

PREPARED BY: B&L Business Legal, Inc.

141 NE 3RD AVE. 9TH FLOOR

MIAMI, FL 33132-2221

305-373-6211 / Elyane Bechtlinger

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