55 APR 12 AH 0:58 TALLAHASSEL FLORIDA

DIVISION OF CORPORATIONS D.W. MCKINNON, DIVISION DIRECTOR P.O. BOX 6327 TALLAHASSEE, FL 32314

RE: INCORPORATION OF NEW BUSINESS

GENTLEMEN:

ENCLOSED ARE (1) ARTICLES OF INCORPORATION, (2) CERTIFICATE DESIGNATING PLACE OF BUSINESS, AND (3) CHECK IN PAYMENT OF INCORPORATION FEES AS FOLLOWS:

\$35.00 - FILING PEE

\$52.50 - CHARTER TAX (MINIMUM)

500001919555 -08/13/96--01018--013 ++++122.50 ++++122.50

\$35.00 - CERTIFICATE DESIGNATING REGISTERED AGENT

\$122.50 TOTAL CHECK

PLEASE RETURN THE CERTIFIED COPY OF THESE ARTICLES OF INCORPORATION TO OUR OFFICE AT:

> Berley Mate U.S.A. Iro 104th AVENUEN. 513 NAPLES, FL 34108

SINCERELY,

Christian Kontaines

ARTICLES OF INCORPORATION OF BERLEY MATE U.S.A., INC.

CS NºO 12 (1) 9:59

TALLAMASSEC FLORIDA

ARTICLE I - NAME

The name of this Corporation is Borley Mate U.S.A., Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall 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.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 513 104th Avenue N., Naples, Florida 34108. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

Christian Kantainis 513 104th Avenue N. Naples, Florida 34108

Geraldine Kantainis 513 104th Avenue N. Naples, Florida 34108

Thomas Lewandowski 3377 Timberwood Circle Naples, Florida 34109

ARTICLE IX - INCORPORATOR

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

Christian Kantainis 513 104th Avenue N. Naples, Florida 34108

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 513 104th Avenue N., Naples, Florida 34108 and the name of the initial registered agent of this Corporation at that address is Christian Kantainis.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

Christian Kantainis Incorporator (SEAL)

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for Berley Mate U.S.A., Inc., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.

> Christian Kantainis Registered Agent

80310.1

000067445

BERLEY MATE USA, INC. 513-104 AV N. NAPLES, FL. 34108-3226 Phone # City/State/Zip Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. (Corporation Name) (Document #) 2. (Corporation Name) (Document #) 3. (Corporation Name) (Document #) 90001985089--1 -10/24/96--01035--002 *****35.00 *****35.00 (Corporation Name) (Document #) Certified Copy Pick up time ☐ Walk in Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/ Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS **EQUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation . TILL OCT 2 5 1996' Reinstatement Trademark

Other

Examiner's Initials

ARTICLE OF AMENDMENT

TO

96 OCT 24 PH 1: 34

ARTICLE OF INCORPORATION

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is:

BERLEY MATE USA, INC.

SECOND: The following amendment(s) to the articles of incorporation was (were) adopted by the corporation:

- 1. Thomas Lewandowski is being removed as a director and an officer.
- 2. Christian Kantainis is now President, Vice President, Secretary and Treasurer.
- 3. Christian Kantainis now holds 800 shares and Geraldine Kantainis holds 200 shares of common stock.

THIRD: The amendment(s) was (were) approved by unanimous consent of all shareholders entitled to vote on the 18th day of October, 1996.

Dated:

October 18, 1996.

BERLEY MATE USA. INC.

Corporation Name

President or Vice President

Secretary or Assistant Secretary

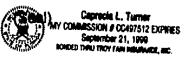
Filing Fee: \$35.00

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared Chustian Hantama
to me well known to be the person(s) who executed the foregoing articles of amendment to articles of incorporation and acknowledged before me, according to the law, that on Oct 21, 1996 he Chustian Handieus made and subscribed the same for the purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2/4 day of October 1996.
Caprecia A Jurian Notary Public

My commission expires: عبد عام المعالم المعال



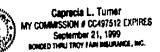
DIVISION OF CORPORATIONS 409 EAST GAINES STREET TALLAHASSEE, FL 32399

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared
to me well known to be the person(s) who executed the foregoing articles of amendment to articles of incorporation and acknowledged before me, according to the law, that <u>Oct 21,1996</u> he <u>Thermae Chewardewski</u> made and subscribed the same for the purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal this <u>2100</u> day of
October , 1996
Caprecia Luner Notary Public

My commission expires: Aupt. 21, 1999



DIVISION OF CORPORATIONS 409 EAST GAINES STREET TALLAHASSEE, FL 32399