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LAW OFFICES

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November 5, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32399

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-11/08/99-01103-007
****122.50 *****78.75

Re: Technical Foul, Inc.

Dear Sir:

Enclosed for filing is the original and a copy of the Articles of Incorporation of Technical Foul, Inc., which is a Florida for profit corporation.

Also enclosed herewith is a check payable to the Secretary of State in the amount of \$122.50 to pay for the following charges:

1. Original filing fee of \$ 35.00.
2. Registered agent fee of \$35.00.
3. Certified copy fee of \$ 52.50.

I have also enclosed a self-addressed stamped envelope for your use in returning the certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,

Jorge M. Abril

JMA:mmm
Encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell NOV 9 1999

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**ARTICLES OF INCORPORATION
OF
TECHNICAL FOUL, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the State of Florida (FLORIDA BUSINESS CORPORATION ACT), as they now exist or may be amended, does hereby adopt the following Articles of Incorporation.

Article I – Name of the Corporation - The name of the corporation is **Technical Foul, Inc.**

Article II - Principal Office - The initial principal place of business and mailing address of the corporation shall be 11985 S.W. 117th Terrace, Miami, Florida 33186.

Article III – Duration - This corporation is to have perpetual existence.

Article IV – Purpose - The general purposes for which the corporation is organized are the following:

- (a) To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.
- (b) To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

Article V – Capital Stock - The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article VI – Preemptive Rights - The corporation elects to have preemptive rights. Every shareholder, 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. This right is subject to modification in any written Shareholders' Agreements executed by all Shareholders of the corporation.

Article VII – Initial Registered Agent & Street Address - The name and address of the initial

Registered Agent is Jorge M. Abril, Esq., 2801 Ponce de Leon Boulevard, Suite #470, Coral Gables, Florida 33134.

Article VIII – Initial Board of Directors – The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial director of the corporation is as follows:


1. Hector Berlinger – 11985 S.W. 117th Terrace, Miami, Florida 33186.
2. Randall Levy – 980 Bel Aire West, Pembroke Pines, Florida 33027

Article IX – Incorporator -The name and address of the incorporator is Jorge M. Abril, 2801 Ponce de Leon Boulevard, Suite #470, Coral Gables, Florida 33134.

Article X – Amendments - The corporation reserves the right to amend or repeal any provisions contained in the these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article XI – Indemnification - The corporation shall indemnify any incorporator, officer or director or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 5TH day of November, 1999.


JORGE M. ABRIL, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

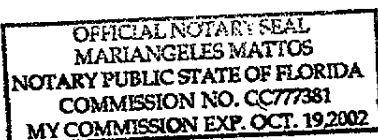
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth

above, personally appeared Jorge M. Abril, who is known to be the person who executed the foregoing Articles of Incorporation, and who did take an oath and acknowledged that he executed these Articles of Incorporation this 5th day of November, 1999.

Personally Known ☒
Produced Identification ☐
Type of Identification Produced _____

Mariangeles Mattos
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

Mariangeles Mattos
Print Name



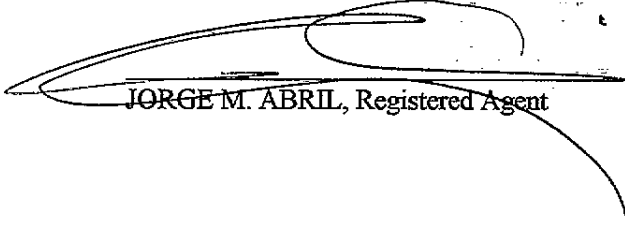
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: **Technical Foul, Inc.**
2. The name and address of the Registered Agent and registered office is: Jorge M. Abril, 2801 Ponce de Leon Boulevard, Suite #470, Coral Gables, Florida 33134.

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


JORGE M. ABRIL, Registered Agent