

Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

CERES USA SERVICES, CORP.

Certificate of Status	0
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STATE OF FLORIDA
TALLAHASSEE, FL

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Articles of Incorporation for

CERES USA SERVICES, CORP.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit pursuant to Chapter 607 and 621 Florida Statutes.

ARTICLE I - Name

The name of the Corporation is **CERES USA SERVICES, CORP.**
hereinafter, "Corporation"

ARTICLE II -Principal and Mailing Address

The name principal place of business address shall be:

**4910 LIGHT HOUSE CIR APT G
COCONUT CREEK FL 33063**

The mailing address of the Corporation shall be:

**4910 LIGHT HOUSE CIR APT G
COCONUT CREEK, FL 33063**

ARTICLE III - Purpose

The Corporation shall engage in any activity and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - Capitalization

The number of share that this Corporation is authorized to have outstanding at any time is One Thousand (1000) shares of One US Dollar (1.00) per value of common stock.

The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether or now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director (s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

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The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify any unissued stock from time to time by setting or changing the preferences, conversions, or term or conditions of redemption of the stock.

No holder of shares of stock of any class have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds of may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

ARTICLE V - Officer(s) and/or Director(s) and stockholder Percentages:

The initial officer(s) and/or director(s) of the Corporation shall be:

PRESIDENT

JOAO PEDRO PINHEIRO DE ALMEIDA MORAES
4910 LIGHT HOUSE CIR APT G
COCONUT CREEK FL 33063

The number of officers and/or directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders.

ARTICLE VI - Incorporator

The initial name and street address of the incorporator of this Corporation is:

TAX SECRETS INC
5300 W. Hillsboro Blvd Suite 105
Coconut Creek, FL 33073

ARTICLE VII - Registered Agent

The name and Florida street address of the initial Registered Agent of the Corporation is:

JOAO PEDRO PINHEIRO DE ALMEIDA MORAES
4910 LIGHT HOUSE CIR APT G
COCONUT CREEK, FL 33063

ARTICLE VIII - Powers of Corporation

The Corporation shall have the equivalent powers as an individual to do all things required or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

H 25000050236 3**ARTICLE IX - Bylaws**

The board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE X - Term of Existence

This Corporation shall have perpetual existence.

ARTICLE XI - Dissolution

This Corporation may be dissolved at any time by authorization of any officer or director of the Corporation.

The net assets of the corporation remaining after winding up must be distributed to the shareholders after payment of all debts of the corporation.

ARTICLE XII - Effective Date

These Articles of Incorporation shall be effective on February 10, 2025.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this **February 10, 2025**


Tax Secrets Inc.
Elias M. Silva
Incorporator

TAX SECRETS, INC

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF CHAPTER 607 AND/OR 621, FLORIDA STATUTES, THE MENTIONED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA

1. The name of the Corporation is:

CERES USA SERVICES, CORP.

2. The name and address of the Registered Agent and Office is:

JOAO PEDRO PINHEIRO DE ALMEIDA MORAES

4910 LIGHT HOUSE CIR APT G
COCONUT CREEK, FL 33063

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.

Joao P. Moraes
JOAO PEDRO PINHEIRO DE ALMEIDA MORAES