


Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ROXBURY BUSINESS & SERVICES, CORP", FILED IN THIS OFFICE ON THE FIFTH DAY OF JANUARY, A.D. 2018, AT 2:30 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Jeffrey W. Bullock, Secretary of State

6699274 8100
SR# 20180089502

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 201930696
Date: 01-08-18

**CERTIFICATE OF INCORPORATION
OF
ROXBURY BUSINESS & SERVICES, CORP**

ARTICLE I

The name of the corporation is ROXBURY BUSINESS & SERVICES, CORP (the "Corporation").

ARTICLE II

The address of the Corporation's registered office in the state of Delaware is 8 The Green STE R, in the city of Dover, county of Kent, Zip Code 19901. The name of its registered agent at such address is RESIDENT AGENTS INC.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

ARTICLE IV

The total number of shares which the Corporation shall have authority to issue is ten thousand (10,000) shares of capital stock all of which shall be designated "Common Stock" and have a par value of one dollar (\$1.00) per share.

ARTICLE V

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation. In furtherance of and not in limitation of the powers conferred by the laws of the state of Delaware, the Board of Directors of the Corporation is expressly authorized to make, amend or repeal Bylaws of the Corporation.

ARTICLE VI

To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or as may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director or officer of the Corporation or any predecessor of the Corporation, or serves or served at any other enterprise as a director or officer at the request of the Corporation or any predecessor to the Corporation.

Neither any amendment nor repeal of this Article VI, nor the adoption of any provision of the Corporation's Certificate of Incorporation inconsistent with this Article VI, shall eliminate or reduce the effect of this Article VI in respect of any

matter occurring, or any action or proceeding accruing or arising or that, but for this Article VI, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE VII

Unless the Corporation consents in writing to the selection of an alternative forum, the Court of Chancery of the State of Delaware shall be the sole and exclusive forum for (A) any derivative action or proceeding brought on behalf of the Corporation, (B) any action or proceeding asserting a claim of breach of a fiduciary duty owed by any director, officer, employee or agent of the Corporation to the Corporation or the Corporation's stockholders, (C) any action or proceeding asserting a claim against the Corporation arising pursuant to any provision of the Delaware General Corporation Law or the Corporation's Certificate of Incorporation or Bylaws, or (D) any action or proceeding asserting a claim governed by the internal affairs doctrine, in each case subject to said Court of Chancery having personal jurisdiction over the indispensable parties named as defendants therein.

ARTICLE VIII

The name and address of the initial director of this corporation is:

JOSE RICARDO ANANIAS
AVENIDA VICENTE MACHADO, 2678 APTO 107
CURITIBA, PR, BRAZIL 80440020

ARTICLE IX

The name and mailing address of the incorporator are as follows:

DIEGO L P SAMPAIO
8600, COMMODITY CIRCLE
STE 121
ORLANDO, FL, USA 32819

Executed on 01/03/2017.

A handwritten signature in black ink, appearing to read 'Sampaio', is written over a faint, dotted rectangular background.

DIEGO L P SAMPAIO – INCORPORATOR