



Commonwealth of Puerto Rico  
**DEPARTMENT OF STATE**  
San Juan, Puerto Rico

## **CERTIFICATE OF REGISTRY**

I, **DAVID E. BERNIER RIVERA**, Secretary of State of the Commonwealth of Puerto Rico;

**CERTIFY:** That **CHOICETRADE HOLDINGS, INC.**, register number **344413**, is a Domestic For Profit Corporation organized under the laws of Puerto Rico on this 23rd of October, 2014 at 02:51 PM.



**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, Puerto Rico, today, **October 23, 2014**.

A handwritten signature in blue ink, appearing to read "David E. Bernier Rivera".

**DAVID E. BERNIER RIVERA**  
Secretary of State



Commonwealth of Puerto Rico  
Department of State

Transaction Date: 23-Oct-2014  
Register No: 344413  
Order No: 806892

**Commonwealth of Puerto Rico  
Department of State**

**Certificate of Incorporation of a Stock Corporation**

**Article I - Corporation Name**

The name of the Domestic Corporation is: **CHOICETRADE HOLDINGS, INC.**  
Desired term for the name is: **Inc.**

**Article II - Designated Office and Resident Agent**

Its designated office in the Commonwealth of Puerto Rico will be located at:

Street Address **Metro Office Park, Metro Parque, 7 Street 1, Suite 204, San Juan, PR, 00968**  
Mailing Address **197 State Route 18, Suite 3000, East Brunswick, NJ, 08816**  
Phone **(561) 395-1000**

The name, street and mailing address of the Resident Agent in charge of said office is:

Name **United Corporate Services, Inc.**  
Street Address **BBV Tower, 254 Munoz Rivera Avenue, P1 FI, San Juan, PR, 00918**  
Mailing Address **BBV Tower, 254 Munoz Rivera Avenue, P1 FI, San Juan, PR, 00918**  
Email **adtoro@fgrlaw.com**  
Phone **(787) 759-3210**

**Article III - Nature of Business**

This is a For Profit corporation whose nature of business or purpose is as follows:

- (1) Consulting Services**
- (2) Management Services**
- (3) Any other lawful business purpose**

**Article IV - Capital Stock**

The number and classes of authorized capital stock of this corporation are as follows:

|              |                   |
|--------------|-------------------|
| Class        | <b>Common</b>     |
| Share Number | <b>40,000,000</b> |
| Par Value    | <b>\$0.01</b>     |

The denomination, faculties, preferences, and rights of the stock are:

**Common Stock: One vote per share.**

The number and classes of authorized capital stock of this corporation are as follows:

|              |                  |
|--------------|------------------|
| Class        | <b>Preferred</b> |
| Share Number | <b>100,000</b>   |

Par Value **\$0.01**

The denomination, faculties, preferences, and rights of the stock are:

**Preferred Stock: Ten Thousand (10,000) votes per share. All other items as fixed by shareholder vote or Board of Directors resolution.**

**Article V - Incorporators**

The name, street and mailing address of each Incorporator is as follows:

|                 |                         |
|-----------------|-------------------------|
| Name            | <b>Golvala, Neville</b> |
| Street Address  | [REDACTED]              |
| Mailing Address | [REDACTED]              |
| Email           | [REDACTED]              |

**Article VI - Officers**

If the faculties of the Incorporators will end upon the filing of the Certificate of Incorporation of a Stock Corporation, the names, physical and mailing address of the persons who will act as Officers until the first annual meeting of the members or until their successors replace them are as follows:

|                 |                         |
|-----------------|-------------------------|
| Name            | <b>Golvala, Neville</b> |
| Title           | <b>President</b>        |
| Street Address  | [REDACTED]              |
| Mailing Address | [REDACTED]              |
| Email           | [REDACTED]              |
| Expiration Date | <b>Indefinite</b>       |

|                 |                   |
|-----------------|-------------------|
| Name            | [REDACTED]        |
| Title           | [REDACTED]        |
| Street Address  | [REDACTED]        |
| Mailing Address | [REDACTED]        |
| Email           | [REDACTED]        |
| Expiration Date | <b>Indefinite</b> |

|                 |                             |
|-----------------|-----------------------------|
| Name            | <b>Buckner, Ronald H.</b>   |
| Title           | <b>Secretary, Treasurer</b> |
| Street Address  | [REDACTED]                  |
| Mailing Address | [REDACTED]                  |
| Email           | [REDACTED]                  |
| Expiration Date | <b>Indefinite</b>           |

**Article VII - Terms of Existence**

The term of existence of this corporation will be:

**Perpetual**



Gobierno de Puerto Rico  
 Government of Puerto Rico  
**DEPARTAMENTO DE ESTADO**  
 Department of State

**CERTIFICADO DE INCORPORACIÓN**  
**CORPORACIÓN AUTORIZADA A EMITIR ACCIONES DE CAPITAL**  
 CERTIFICATE OF INCORPORATION  
 STOCK CORPORATION

**PRIMERO:** El nombre de la corporación es:

*FIRST: The name of the corporation is:*

**ChoiceTrade Holdings, Inc.**

El nombre corporativo deberá incluir uno de los siguientes términos o abreviaturas: Incorporado *Corporación, Corp. o Inc.*  
*The corporation's name must include the following terms or abbreviations: Incorporated, Corporation, Corp. or Inc.*

**SEGUNDO:** Su oficina designada en el Estado Libre Asociado de Puerto Rico estará localizada en (dirección postal y física, incluyendo calle, número y municipio):

*SECOND: Its designated office in the Commonwealth of Puerto Rico will be located at (mailing and physical address, including street, number and municipality):*

Física/Physical:

Metro Office Park, Metro Parque  
7 Street 1 Suite 204  
San Juan, PR 00968

Postal/Mailing:

197 State Route 18  
Suite 3000  
East Brunswick, NJ 08816

El Agente Residente a cargo de dicha oficina es:  
*The Resident Agent in charge of said office is:*

United Corporate Services, Inc.

Dirección Física y Postal del Agente Residente:

*Physical and Postal Address of the Resident Agent:*

Física/Physical:

BBV Tower  
254 Munoz Rivera Avenue, P1 F1  
San Juan, PR 00918

Postal/Mailing:

BBV Tower  
254 Munoz Rivera Avenue, P1 F1  
San Juan, PR 00918

**TERCERO:** Esta es una corporación con fines de lucro cuya naturaleza o propósito son:

*THIRD: This is a profit corporation which nature or purposes are:*

**1. Consulting Services. 2. Management Services. 3. Any other lawful business purpose**

**CUARTO:** El número y clases de acciones que la corporación está autorizada a emitir es (indicar el valor par de cada acción o si son sin valor par):

*FOURTH: The number and classes of authorized capital stock of this corporation is (indicate par value of shares or if they have no par value):*

**Common Stock: Forty million (40,000,000) authorized shares. Par value: one penny per share.**

**Preferred Stock: One hundred thousand (100,000) authorized shares. Par value: one penny per share.**

La denominación, facultad, preferencia y derecho de las acciones es (indicar las condiciones, limitaciones y restricciones de cada clase, si alguna o si la Junta de Directores estará autorizada a fijarlas mediante resolución)

The denomination, faculties, preferences and rights of the stock are (indicate the conditions, limitations and restrictions of stock, if any or if they will be fixed by the Board of the Directors by corporate resolution)

Common Stock: One vote per share. Preferred Stock: Ten thousand (10,000) votes per share. All other items as fixed by shareholder vote or Board of Directors resolution

QUINTO: El nombre y la dirección postal y física (incluyendo calle, número y municipio) de cada incorporador es:

FIFTH: The name and the mailing and physical addresses (including street, number and municipality) of each incorporator is:

Neville Golvala - [Redacted]

Ronald Buckner - [Redacted]

SEXTO: Si las facultades de los incorporador(es) habrán de terminar al radicarse el certificado de incorporación, los nombres y las direcciones físicas y postales (incluyendo calle, número y municipio) de las personas que se desempeñarán como directores hasta la primera reunión anual de los miembros o hasta que sus sucesores los reemplacen son:

SIXTH: If the faculties of the incorporators will end upon the filing of the certificate of incorporation, the names and the physical and mailing addresses (including street, number and municipality) of the persons who will act as directors until the first meeting of the members or until their successors replace them are:

SÉPTIMO: El término de existencia de esta corporación será:

SEVENTH: The term of existence of this corporation will be:

Perpetuo / Perpetual  Indefinido / Indefinite  Fecha Específica: / Specific Date: \_\_\_\_\_

Favor de indicar con una "X" la fecha en que la corporación tendrá vigencia: Please indicate with an "X" the date on which the corporation will be effective:

la fecha de radicación / the filing date

la siguiente fecha / the following date \_\_\_\_\_ (que no excederá noventa (90) días a partir de la fecha de radicación) (which will not exceed ninety (90) days from filing date)

Véase el párrafo B del Artículo 1.02 de la Ley General de Corporaciones para otras cláusulas opcionales. For other optional clauses, see paragraph B of Article 1.02 of the General Corporation Law.

EN TESTIMONIO DE LO CUAL, Yo/Nosotros, Neville Golvala el/los suscribiente(s), siendo el/los incorporador(es) antes señalado(s), con el propósito de formar una corporación conforme a la Ley General de Corporaciones de Puerto Rico, juro/juramos que los datos contenidos en este certificado son ciertos, hoy día 22 del mes October del año 2014

IN WITNESS WHEREOF, I/We, Neville Golvala the undersigned, being the incorporator(s) hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of Puerto Rico, hereby swear that the facts herein stated are true, this 22 day of October, 2014

HALA Y GOBRIAL  
Notary Public  
State of New Jersey  
My Commission Expires Apr. 18, 2017  
I.D.# 2419990

*[Handwritten Signature]*

*[Handwritten Signature]*

Incorporador(es)  
Incorporator(s)

Correo electrónico/E-mail: [ngolvala@choicetrade.com](mailto:ngolvala@choicetrade.com)

Cifra de Ingreso  
5133 - \$44.00  
5134 - \$66.00



Commonwealth of Puerto Rico  
**DEPARTMENT OF STATE**  
San Juan, Puerto Rico

## CERTIFICATE OF AMENDMENT

I, **VÍCTOR A. SUÁREZ MELÉNDEZ**, Secretary of State of the Commonwealth of Puerto Rico,

**CERTIFY:** That on **April 04, 2016**, at **11:52 AM**, **CHOICETRADE HOLDINGS, INC.**, registry number **344413**, performed the following amendment:

### Change of Resident Agent

#### Previous

United Corporate Services, Inc.

BBV Tower, 254 Munoz Rivera Avenue, P1 Fl,  
San Juan, PR, 00918

BBV Tower, 254 Munoz Rivera Avenue, P1 Fl,  
San Juan, PR, 00918

adtoro@fgrlaw.com

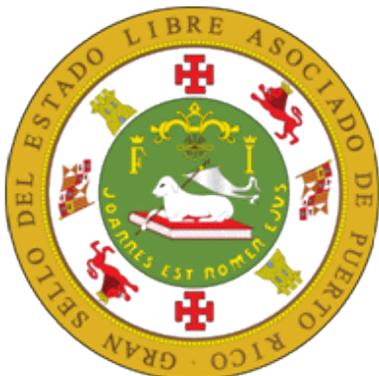
(787) 759-3210

#### Current

ChoiceTrade Holdings, Inc.

151 San Francisco Street, Suite 200, SAN  
JUAN, PR, 00901

151 San Francisco Street, Suite 200, SAN  
JUAN, PR, 00901



**IN WITNESS WHEREOF**, the undersigned by virtue of the authority vested by law, hereby issues this certificate and affixes the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan, Puerto Rico, today, **April 4, 2016**.

**VÍCTOR A. SUÁREZ MELÉNDEZ**  
Secretary of State



Commonwealth of Puerto Rico  
 Department of State

Transaction Date: 04-Apr-2016  
 Register No: 344413  
 Order No: 1027459

**Commonwealth of Puerto Rico  
 Department of State**

**Amendment to Articles of Incorporation**

**344413 - CHOICETRADE HOLDINGS, INC.**

*A resolution was adopted setting forth (a) proposed amendment(s) to the Certificate of Incorporation of said corporation, declaring said amendment(s) to be advisable.*

*RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the following Article(s)*

**Resident Agent**

The name, street and mailing address of the Resident Agent in charge of said office is:

Name **ChoiceTrade Holdings, Inc.**  
 Street Address **151 San Francisco Street, Suite 200, SAN JUAN, PR, 00901**  
 Mailing Address **151 San Francisco Street, Suite 200, SAN JUAN, PR, 00901**  
 Email [REDACTED]  
 Telephone [REDACTED]

**Supporting Documents**

| <b>Document</b>      | <b>Date Issued</b> |
|----------------------|--------------------|
| Corporate Resolution | 04-Oct-2015        |

**STATEMENT UNDER PENALTY OF PERJURY**

IN WITNESS WHEREOF, I, Golvala, Neville [Owner] the undersigned, being authorized to file amendment(s) for the corporation, hereby swear that the facts herein stated in this certificate are true, this 4th day of April, 2016.