

CERTIFICATE OF INCORPORATION OF

Neubauer Corporation

Under Section 402 of the Business Corporation Law

I, THE UNDERSIGNED, a natural person of at least 18 years of age, for the purpose of forming a corporation under Section 402 of the Business Corporation Law of the State of New York hereby certify:

FIRST: The name of the corporation is:

Neubauer Corporation

SECOND: This corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.

THIRD: The county, within this state, in which the office of the corporation is to be located is: NEW YORK

FOURTH: The total number and value of shares of common stock which the corporation shall have authority to issue: 2700 SHARES WITH NO PAR VALUE.

FIFTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the corporation served upon him or her is:

NEUBAUER CORPORATION
285 FULTON ST, 75TH E75
NEW YORK, NY 10007-0007

The email address to which the Secretary of State shall email a notice of the fact that process against the corporation has been served electronically upon the Secretary of State is:

admin@georgev.eu

SIXTH: The corporation designates the following as its registered agent upon whom process against it may be served within the State of New York is:

JORGE JIMENEZ NEUBAUER TORRES
285 FULTON ST 75TH FLOOR E75
10007, NY 10007-0007

- SEVENTH:** The existence of this corporation shall begin upon the filing of this Certificate of Incorporation with the Department of State.
- EIGHTH:** The corporation shall have a perpetual existence.
- NINTH:** No Director of this corporation shall be personally liable to the corporation, or its shareholders for damages for any breach of duty in such capacity, provided that this provision shall not limit the liability of any director if a judgment or other final adjudication, adverse to him, establishes that his act or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he personally gained in fact a financial profit or other advantage, to which he was not legally entitled or that his acts violated Section 719 of the New York Business Corporation Law.
- TENTH:** The holders of any of the corporation's equity shares shall be entitled to preemptive rights in accordance with the provisions of BCL section 622.

I certify that I have read the above statements, I am authorized to sign this Certificate of Incorporation, that the above statements are true and correct to the best of my knowledge and belief and that my signature typed below constitutes my signature.

Jorge Jimenez Neubauer Torres *(Signature)*
JORGE JIMENEZ NEUBAUER TORRES (INCORPORATOR)
285 FULTON ST, 75TH FLOOR E75
NEW YORK, NY 10007-0007

Filed by: JORGE JIMENEZ NEUBAUER TORRES
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