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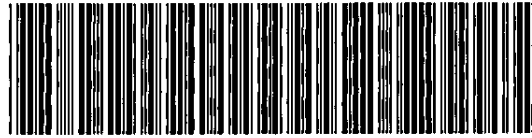
(Business Entity Name)

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DIVISION OF CORPORATIONS
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B. KOHR

MAY 3 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 355647 11758A

AUTHORIZATION :

Susie Knight

COST LIMIT : \$ 155.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR 29 PM 4:45

ORDER DATE : April 20, 2010

ORDER TIME : 2:35 PM

ORDER NO. : 355647-015

CUSTOMER NO: 11758A

RESUBMIT

Please give original submission date as file date.

DOMESTIC FILING

NAME: ERSON HOLDINGS LTD. USA,
L.L.C.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 30, 2010

SUSIE KNIGHT
CSC
TALLAHASSEE, FL

RESUBMIT
Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR 29 PM 4:45

SUBJECT: ERSON HOLDINGS LTD. USA, L.L.C.
Ref. Number: W1000021051

We have received your document for ERSON HOLDINGS LTD. USA, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

Florida LLC's cannot use the "LTD." suffix in their names except when they are using as part of an acceptable LLC suffix sequence such as "LTD. LIABILITY CO.",

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 710A00010763

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION

OF

ERSON HOLDINGS USA, L.L.C.

The undersigned initial members of ERSON HOLDINGS USA, L.L.C., a Florida limited liability company formed hereunder (the "Company"), hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is: ERSON HOLDINGS USA, L.L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence on April 29, 2010, and shall continue until December 31, 2060, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The initial mailing address of this Company is:

2538 N.W. 52nd Street
Boca Raton, FL 33496

Such mailing address may also be revised to such locations within the State of Florida and may be determined by all of the members of the Company.

ARTICLE IV. STREET ADDRESS OF COMPANY

The initial street address of the principal office of the Company is:

2538 N.W. 52nd Street
Boca Raton, FL 33496

Such street address may also be revised to such locations within the State of Florida and may be determined by all of the members of the Company.

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The initial registered agent and the street address of the initial registered agent of this Company in the State of Florida shall be:

Jose S. Lopez
2538 N.W. 52nd Street
Boca Raton, FL 33496

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the majority vote of all members of the Company at a duly called meeting of the members or by written consent of all members of the Company.

ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the majority vote of all members of the Company, (excluding the member seeking to transfer his interest in the Company), which vote is taken at a duly called meeting of the members or by written consent of all members of the Company.

ARTICLE VIII. DISSOLUTION OF COMPANY

Upon the death, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company, the Company shall be dissolved unless the surviving members elect to continue the Company upon the majority vote of all the members of Company which vote is taken at a duly called meeting of the members or by written consent of all members of the Company.

ARTICLE IX. MANAGEMENT OF THE COMPANY

The Company shall be managed by the individuals whose names are set forth below:

Jose S. Lopez
2538 N.W. 52nd Street
Boca Raton, FL 33496

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the majority vote of all the members of the Company which vote is taken at a duly called meeting of the members or by written consent of all the members of the Company.

ARTICLE XII. AMENDMENT OF REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the majority vote of all the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of all of the members of the Company.

IN WITNESS WHEREOF, the undersigned initial member has executed the foregoing Articles of Organization as of this 30th day of April, 2010.

INITIAL MEMBER(S):

PERSON HOLDINGS USA, L.L.C.

By: 

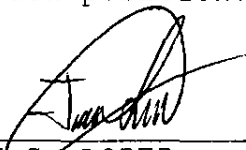
JOSE S. LOPEZ, Manager

CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act:

Having been appointed registered agent of ERSON HOLDINGS USA, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Dated: April 20, 2010



JOSE S. LOPEZ