

**Electronic Articles of Incorporation
For**

P04000027857
FILED
February 11, 2004
Sec. Of State

FERTWO, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FERTWO, INC.

Article II

The principal place of business address:

119 WASHINGTON AVENUE
SUITE 500
MIAMI BEACH, FL. FL 33139

The mailing address of the corporation is:

119 WASHINGTON AVENUE
SUITE 500
MIAMI BEACH, FL. FL 33139

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

SOFI ONE, INC.
119 WASHINGTON AVENUE
SUITE 500
MIAMI BEACH, FL. 33139

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ALESSANDRO FERRETTI

Article VI

The name and address of the incorporator is:

ALESSIA MARELLI
1548 BRICKELL AVENUE
MIAMI, FL 33129

Incorporator Signature: ALESSIA MARELLI

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
PAOLA PASQUALIN
119 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139 US

Title: D,P
ALESSANDRO FERRETTI
119 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139 US

Title: T,S
ALESSANDRO FERRETTI
119 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139 US

Article VIII

The effective date for this corporation shall be:

02/10/2004