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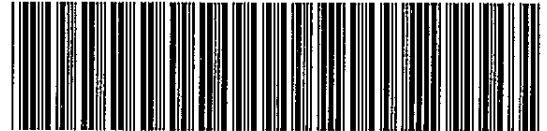
(Business Entity Name)

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9/20/04

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DIVISION OF STATE CORPORATIONS  
TALLAHASSEE, FLORIDA

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9/21/04

OFFICE USE ONLY(DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

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**MIAMI, FLORIDA (305)552-5973**

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. JOFEMAR USA INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 21, 2004

LAZARUS

SUBJECT: JOFEMAR USA INC.  
Ref. Number: W04000034989

We have received your document for JOFEMAR USA INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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) 245-6927.

Tracy Smith  
Document Specialist  
New Filings Section

Letter Number: 704A00055614

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

9/20/04

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation Act., adopts the following Articles of Incorporation of such Corporation.

ARTICLE I

The name of the Corporation is JOFEMAR USA INC.

ARTICLE II

The date of commencement of corporation existence is the 20 day of SEPTEMBER 2004, and the period of its duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 100 shares, all in one class \$1.00 value.

ARTICLE V

The Address of its Registered Office is 6854 W FLAGLER ST MIAMI, FL 33144. This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) (are) JOSE F IRIBARREN.

ARTICLE VI

The number of Director (s) constituting its initial Board of Directors (is) (are) TWO (which) (whose) name (s) (is) (are) PRESIDENT FELIX GUINDULAIN BUSTO - VICE-PRESIDENT AND SECRETARY JOSE F IRIBARREN.

ARTICLE VII

The name and address of the incorporator (s) (is) (are) FELIX GUINDULAIN BUSTO- 6854 W FLAGLER ST MIAMI, FL 33144 -- JOSE F IRIBARREN 346 NW 119 CT MIAMI, FL 33182.


ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at price, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from time to time, in addition to that stock authorized (and issued) by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the Holder to all shares of common stock currently authorized and issued.

DATED THIS 7 day of SEPTEMBER 2004.

X FELIX GUINDULAIN BUSTO

X  \_\_\_\_\_  
Signature


X JOSE F IRIBARREN

X  \_\_\_\_\_  
Signature

FILED  
04 SEP 22 11 4:05  
CLERK OF STATE  
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS MAY BE SERVED: In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act.

First JOFEMAR USA INC desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of MIAMI County of Dade, State of Florida, has named JOSE F IRIBARREN, located at 6854 W FLAGLER ST MIAMI FL 33144 as its Agent to accept services of process within this State ACKNOWLEDGEMENT: Having been named to accept, services of process for the above State Corporation, at place designated in this Certificate: (I) (We) hereby accept, to act, in this capacity and agreed to comply with the provisions of said Act., relative to keeping open Said Office.

X   
RESIDENT AGENT  
JOSE F IRIBARREN

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA