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(Requestor's Name)

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PICK-UP WAIT MAIL

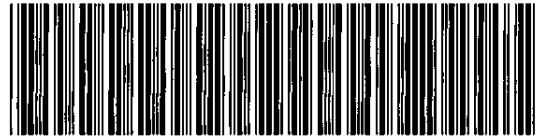
(Business Entity Name)

(Document Number)

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STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11A

LAZARUS CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

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

1. EUROGRASS U.S.A. INC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be:

EUROGRASS U.S.A., INC.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

150 S.E. 2nd AVE, SUITE 914
MIAMI, FL 33131

ARTICLE III – SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

FIVE HUNDRED (500) SHARES OF ONE DOLLAR (\$1.00) PAR VALUE COMMON STOCK.

ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

LUIS DEL RIO
150 S.E. 2nd AVE SUITE 914
MIAMI, FL 33131

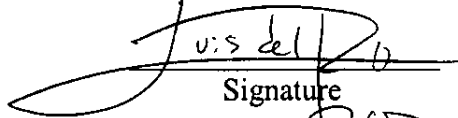


ARTICLE V – INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are) :

LUIS DEL RIO
JUAN ANTONIO RODRIGUEZ
ANTONIO CANDELA

411 N.E. 52 STREET MIAMI, FL 33137
150 S.E. 2ND AVE SUITE 914 MIAMI, FL 33131
150 S.E. 2ND AVE SUITE 914 MIAMI, FL 33131

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Signature

Signature

Signature

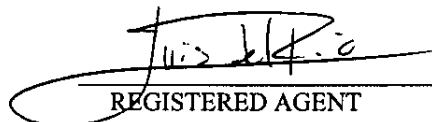
ARTICLE VI – DIRECTOR(S)

The name(s) and street address(es) of these director(s) to these Articles of Incorporation is (are) :

- (President) LUIS DEL RIO 411 N.E. 52 STREET MIAMI, FL 33137
- (Vice-President) JUAN ANTONIO RODRIGUEZ 150 S.E. 2ND AVE SUITE 914 MIAMI, FL 33131
- (Secretary) LUIS DEL RIO 411 N.E. 52 STREET MIAMI, FL 33137
- (Treasurer) ANTONIO CANDELA 150 S.E. 2ND AVE SUITE 914 MIAMI, FL 33131
- (Director) LUIS DEL RIO 411 N.E. 52 STREET MIAMI, FL 33137
- JUAN ANTONIO RODRIGUEZ 150 S.E. 2ND AVE SUITE 914 MIAMI, FL 33131
- ANTONIO CANDELA 150 S.E. 2ND AVE SUITE 914 MIAMI, FL 33131

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my positions as Registered Agent.


REGISTERED AGENT
LUIS DEL RIO

DATE: 03/26/07