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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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SECRETARY OF STATE
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FLORIDA PROFIT/NON PROFIT CORPORATION

v.f.m, usa inc.

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ARTICLES OF INCORPORATION

OF

V.F.M. USA Inc.

THE UNDERSIGNED, for the purposes of forming a corporation, under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is:

V.F.M. USA Inc.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purpose for which the Corporation is organized is the following:

To engage and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is **ONE THOUSAND (1,000) SHARES** of common stock with no par value.

ARTICLE FIVE

The street address of the initial office of the Corporation is:

1792 Bell Tower Lane
Weston, Florida 33326

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ARTICLE SIX

The name and address of the initial Registered Agent is:

Clemens W. Pauly, Esq.
Langstadt Pauly Chartered
815 Ponce de Leon Blvd., Suite P-201
Coral Gables, Florida 33134

ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1).

The names and addresses of the initial Directors of the Corporation are as follows:

Isidoro Roberto Laso
Av. Leandro N. Alem 690, Piso 13
C1001AAO, Ciudad Autonoma de Buenos Aires
Argentina

Ricardo Abel Dujovne
Av. Leandro N. Alem 690, Piso 13
C1001AAO, Ciudad Autonoma de Buenos Aires
Argentina

ARTICLE EIGHT

The names and addresses of the initial Officers are as follows:

Isidoro Roberto Laso
President
Av. Leandro N. Alem 690, Piso 13
C1001AAO, Ciudad Autonoma de Buenos Aires
Argentina

Ricardo Abel Dujovne
Vice-President
Av. Leandro N. Alem 690, Piso 13
C1001AAO, Ciudad Autonoma de Buenos Aires
Argentina

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ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
V.F.M. USA Inc.

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

DATED this 31st day of May, 2007.



CLEMENS W. PAULY
Registered Agent

These Articles were prepared by:
CLEMENS W. PAULY, ESQ.
LANGSTADT PAULY CHARTERED
815 Ponce de Leon Blvd.
Coral Gables, FL 33134
PH: 305-648-3909
FX: 305-648-3910

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