

P/2000071735

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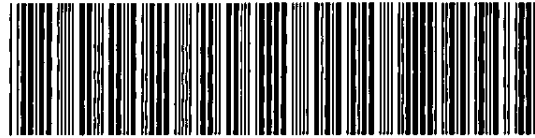
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2012 AUG 21 PM 1:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

2012 AUG 21 AM 8:18
TALLAHASSEE, FLORIDA
1000 NORTH 9TH STREET
TALLAHASSEE, FLORIDA

K 08/22/12

FLORIDA FILING & SEARCH SERVICES, INC.

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155 Office Plaza Dr Ste A Tallahassee FL 32301
PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 08-21-2012

NAME: SOFIDEL AMERICA CORP

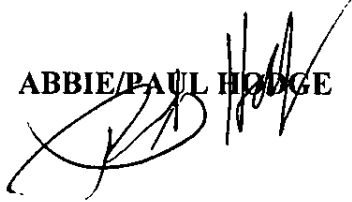
TYPE OF FILING: ARTICLES OF INCORPORATION

COST: \$70

RETURN:

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Sofidel America Corp.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Philippe Auge
Name (Printed or typed)
1006 Marley Drive
Address
Haines City, FL 33844
City, State & Zip

Daytime Telephone number
pauge@cellynne.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
SOFIDEL AMERICA CORP.

August 20, 2012

The undersigned incorporator (the "Incorporator"), for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act (the "FBCA"), hereby adopts the following Articles of Incorporation:

I.

The name of the corporation shall be Sofidel America Corp.

II.

The mailing address of the Corporation shall be:

Sofidel America Corp.
1006 Marley Drive
Haines City, Florida 33844

III.

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is one thousand (1,000), all of which are classified as Common shares with a par value of \$0.01 per share.

IV.

The name and address of the initial registered agent is:

Philippe Auge
1006 Marley Drive
Haines City, Florida 33844

The written acceptance of the initial registered agent, as required by Section 607.0501(3) of the FBCA is set forth on Exhibit A attached hereto and is made a part hereof.

V.

The name and street address of the Incorporator is:

Sterling Spainhour
1420 Peachtree Street, N.E.
Suite 800

12 AUG 21 AM 8:19
FALCON ASSOCIATES, FLORIDA

Atlanta, Georgia 30309

VI.

The Corporation is organized, to engage in any or all lawful business for which corporations may be incorporated under the FBCA.

VII.

The period of duration of the Corporation is perpetual.

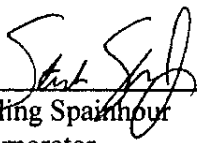
VIII.

The Corporation shall, to the fullest extent legally permissible under the provisions of the FBCA, as the same may be amended and supplemented, shall indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suite or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

[SIGNATURE ON FOLLOWING PAGE]

12 AUG 21 AM 8:18
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

WITNESS, the undersigned incorporator has executed these Articles of Incorporation effective as of the day and year first written above.



Sterling Spainhour
Incorporator

FILED
12 AUG 21 AM 8:18
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

EXHIBIT A

REGISTERED AGENT ACCEPTANCE OF APPOINTMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Philippe Auge

Date: 08/20/12

12 AUG 21 AM 8:13
TALLAHASSEE, FLORIDA