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

1. ANCHOR OVERSEAS DEVELOPMENT, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
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<input type="checkbox"/>	NonProfit
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<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
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*12/23*

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Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**ANCHOR OVERSEAS DEVELOPMENT, Inc.**

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**ARTICLE I**

The name of the corporation is **ANCHOR OVERSEAS DEVELOPMENT, Inc** ( the "Corporation")

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 1221 Brickell Ave., Suite 1660, Miami, Florida 33131

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,500) shares of Common Stock having a par value of \$1 per share

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's By-Laws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1221 Brickell Ave., Suite 1660, Miami, Florida 33131 and name of its initial registered agent at such office is Jorge L. Schcolnik

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

The number of directors constituting the initial Board of Directors is two (2), and the names of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Cairbar Roosevelt Antunes Metri  
Cecilio Edelstein Silberberg

**ARTICLE VII**

The name of the Incorporator is Jorge L. Schcolnik and the address of the Incorporator is 1221 Brickell Ave., Suite 1660, Miami, Florida 33131

**ARTICLE VIII**

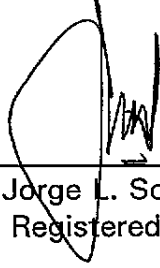
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 21<sup>th</sup> day of December, 1998

  
\_\_\_\_\_  
Jorge L. Schcolnik, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of **ANCHOR OVERSEAS DEVELOPMENT, Inc.**, hereby accepts such designation and is familiar with, and accept, the obligations of such position, as provided in Florida Statutes #607.0505.



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Jorge L. Scholnik  
Registered Agent

Dated: December 21, 1998

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