

P98000057750  
TRANSMITTAL LETTER

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

000002573720--6  
-06/26/98--01081--017  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: Eberle America, Inc.

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: Claudio Riedi, Esq.  
Name (printed or typed)

100 N. Biscayne Blvd., 21<sup>st</sup> Fl.  
Address

Miami, FL 33132-2304  
City, State & Zip

(305) 377-3561  
Daytime Telephone Number

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUN 26 AM 11:53

FILED

98-29-98

ARTICLES OF INCORPORATION

OF

EBERLE AMERICA, INC.

FILED  
JUN 26 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

EBERLE AMERICA, INC.

The principal place of business of this corporation initially shall be 100 N. Biscayne Blvd., 21st Floor New World Tower, Miami, FL 33132.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business for which corporations may be incorporated under the Florida Business Corporation Act and that are permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

ADDRESS

The street address of the initial registered office of the corporation is 100 N. Biscayne Blvd., 21st Floor, New World Tower, Miami, FL 33132.

The name of the initial registered agent of the corporation at that address is  
Claudio Riedi, Esq.

#### ARTICLE V

#### TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI

#### DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Robert Dusil	Eberlestrasse 28 D-86157 Augsburg, Germany
Stefan Greiffenberger	Eberlestrasse 28 D-86157 Augsburg, Germany

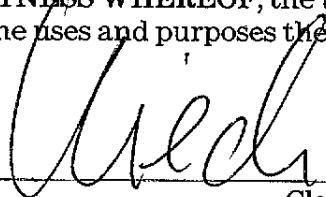
#### ARTICLE VII

#### INCORPORATOR

The name and street address of the incorporator executing these Articles of Incorporation is:

Claudio Riedi, Esq.  
100 N. Biscayne Blvd.  
21st Floor New World Tower  
Miami, FL 33132

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.



Claudio Riedi, Esq.  
Incorporator

**EBERLE AMERICA, INC.**

**ACCEPTANCE TO SERVE AS REGISTERED AGENT**

The undersigned, Claudio Riedi, Esq., having been named as registered agent and to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby accepts the appointment as registered agent and agrees and consents to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the duties and obligations of his position as registered agent.

DATED this 23<sup>rd</sup> day of June, 1998.



Claudio Riedi, Esq.

FILED  
98 JUN 26 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA