

Division of Corporations

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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305)358-2571
Fax Number : (305)358-7832

FLORIDA PROFIT CORPORATION OR P.A.**PROGEMS USA CORP.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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B. McKnight FEB 03 2000

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation: PROGEMS USA CORP.

Address of Corporation: 36 NORTHEAST 1ST STREET, SEYBOLD BLDG., SUITE 942
MIAMI, FLORIDA 33132Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 300,000, with a par value of 1.00.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: HARRY SUDARSKY

REGISTERED OFFICE: 36 NORTHEAST 1ST STREET, SUITE 942
MIAMI, FLORIDA 33132

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.


02 / 02 / 00
Date
Signature of Registered AgentArticle 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. HARRY SUDARSKY, 36 NORTHEAST 1ST STREET, SUITE 942, MIAMI, FLORIDA 33132
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

HARRY SUDARSKY
36 NORTHEAST 1ST STREET, SUITE 942
MIAMI, FLORIDA 33132

In witness whereof, I have subscribed my name:


Signature of IncorporatorFILED
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