

PD1000090684**Florida Department of State**

Division of Corporations

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DIVISION OF CORPORATIONS**FLORIDA PROFIT CORPORATION OR P.A.****MBM USA, CORPORATION**

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ARTICLES OF INCORPORATION
Of**MBM USA, Corporation**
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I – CORPORATE NAME

The name of the corporation is:

MBM USA, Corporation

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III – PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV – CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V – INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address is:

**1444 Biscayne Blvd., Suite 208
Miami, FL 33131**

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent of the office is:

**Gloria Sherburne
1444 Biscayne Blvd., Suite 208
Miami, FL 33131**

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are follows:

Eduardo Medellin
10490 SW 12 terrace, # 112
Miami, Fl 33174

Antonio Bedoya
10490 SW 12 terrace, # 112
Miami, Fl 33174

Camilo Molano
3400 Collins Ave., Suite 405
Miami Beach, Fl 33140

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are follows:

Gloria Sherburne
1444 Biscayne Blvd., Suite 208
Miami, Fl 33131

The undersigned incorporator(s) have executed these Articles of Incorporation this 7th day of February, 2001.



Gloria Sherburne

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H01000099952**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE****MBM USA, Corporation***(name of corporation)*

Pursuant to Florida Statutes Sections 48.091 and 607.051, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at **1444 Biscayne Blvd., Suite 208**

Miami, Fl 33131

has named **Gloria Sherburne** located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 familiar with and accept the obligations of my position as registered agent.


(Signature)

(Date)

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