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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

PIAZZA ACQUISITION CORP.

Certificate of Status	0
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. Piazza Acquisition Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 06-1701259

(FEI number, if applicable)

4. June 26, 2003

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. mid-January 2006

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 8500 Freeport Parkway, Suite 200, Irving, Texas 75063

(Principal office address)

8500 Freeport Parkway, Suite 200, Irving, Texas 75063

(Current mailing address)

8. Holding company

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

10. Registered agent's acceptance:

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

Corporation Service Company

Heather Chapman
as its agent

By: Heather Chapman
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Director ~~XXXXXXXX~~ Jose Alberto Velez

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address: 6505 Blue Lagoon Drive, Suite 440
Miami, Florida 33126

Director ~~XXXXXXXX~~ Ricardo A Sierra

Address: 6505 Blue Lagoon Drive, Suite 440
Miami, Florida 33126

Director: Eric Flesch

Address: 6505 Blue Lagoon Drive, Suite 440
Miami, Florida 33126

Director: Carlos Raul Yepes

Address: 6505 Blue Lagoon Drive, Suite 440
Miami, Florida 33126

B. OFFICERS

President: Jose Alberto Velez

Address: 6505 Blue Lagoon Drive, Suite 440
Miami, Florida 33126

Vice President: Eric Flesch, Carlos Raul Yepes

Address: 6505 Blue Lagoon Drive, Suite 440
Miami, Florida 33126

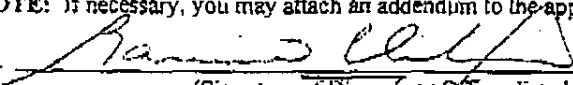
Secretary: Ramiro Visbal

Address: 6505 Blue Lagoon Drive, Suite 440, Miami, Florida 33126

Treasurer: Ricardo A. Sierra

Address: 6505 Blue Lagoon Drive, Suite 440, Miami, Florida 33126

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Ramiro Visbal, Secretary
(Typed or printed name and capacity of person signing application)

Delaware

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PIAZZA ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF FEBRUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PIAZZA ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2003.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5441865

DATE: 02-19-07