

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000058367
FILED 8:00 AM
June 13, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

BARNES USA LLC

Article II

The street address of the principal office of the Limited Liability Company is:

1728 CORAL WAY
MIAMI, FL. 33145

The mailing address of the Limited Liability Company is:

1728 CORAL WAY
MIAMI, FL. 33145

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

FREDERICK WOODBRIDGE
7700 N. KENDALL DRIVE
SUITE 809
MIAMI, FL. 33145

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: FREDERICK WOODBRIDGE, JR.

Article V

The name and address of managing members/managers are:

Title: MGR
FREDERIC M JOCH
1728 CORAL WAY
MIAMI, FL. 33145

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Signature of member or an authorized representative of a member

Signature: THIBAUT DE SAINT VINCENT