



P000000014662
Okeanos Exchange USA, Inc.

January 28, 2000

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

EFFECTIVE DATE
2-1-00

Subject: Pifipa Investments, Inc.

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

\$131.25 for the filing fee, a certified copy and a certificate.

From: Yane Zana
715 Turtle Cove Lane, Vero Beach Florida 32963

800003125059-1
-02/07/00-01011-009
****131.25 *****87.50

FILED
00 FEB -7 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-10
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**Articles of Incorporation
of
Pifipa Investments, Inc.**

FILED
00 FEB -7 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

EFFECTIVE DATE
2-1-00

The name of this corporation shall be: Pifipa Investments, Inc.

ARTICLE II

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III

The duration of this corporation is perpetual.

ARTICLE IV

1. The aggregate number of shares which the corporation is authorized to issue is **One Hundred (100)**. Such shares shall be of a single class, and shall have a par value of **Ten Dollar (\$10.00)** per share.

ARTICLE V

The street address of the registered office of this corporation is 715 Turtle Cove Lane, Vero Beach, Florida 32963. The name of the registered agent of that corporation at that address is Yane. F. Zana.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors of this corporation may be increased or diminished from time to time by By-Laws adopted by the stockholders but shall never be less than one (1) director.

ARTICLE VII

The name and post office address of the director of this corporation who shall hold office until new successor(s) are elected and qualified is:

Yane F. Zana
715 Turtle Cove Lane
Vero Beach, Florida, 32963

The street address of the principal office of this corporation is:

575 North Highway A1A
Unit 501
Satellite Beach, Florida 32937

ARTICLE VIII

The name and of the subscriber to these Articles of Incorporation is as follows:

Yane F. Zana
715 Turtle Cove Lane
Vero Beach, Florida, 32963

ARTICLE IX

The power to make, alter, amend and repeal the By-Laws of this corporation shall be reserved to the stockholders of this corporation.

ARTICLE X

The stockholders shall have the right at any regular meeting, or at any special meeting called for such purpose, to remove any director of the corporation with or without cause, by majority vote.

ARTICLE XI

1. The corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of

another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties or a party, by reason of being or having been directors or officers, or a director or officer of the corporation, or of such other corporations, except in relation to matters as to which any such directors or officers or former directors or officers or persons shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duties to the corporation.

2. In case of a criminal action, suit or proceeding, a conviction or judgment (whether based on a plea of guilty or nolo contendere or its equivalent, or after trial), shall not be deemed as adjudication that such director or officer or person is liable for negligence or misconduct in the performance of his duties, if such director or officer or person was acting in good faith, in what he considered to be the best interests of the corporation and with no reasonable cause to believe that the action was illegal.

3. In case any such action, suit or proceeding shall result in a settlement, and if in the judgment of a disinterested majority of the Board of Directors or of any disinterested committee or group of persons to whom the question may be referred by the Board of Directors, any such person was not negligent or guilty of bad faith in relation to the matters complained of herein, the corporation shall reimburse him or indemnify him for or against all costs and expenses reasonably incurred by him in connection therewith, other than for any sums paid to the corporation.

4. Such indemnification shall not be deemed exclusive of any rights to which these indemnified may be entitled under any By-Law, agreements, vote of stockholders or otherwise.

ARTICLE XII

1. The stockholders shall have the right to determine in every instance the consideration for which the shares of the corporation shall be issued.

2. The stockholders of the corporation are expressly authorized to accept in payment for the capital stock of the corporation, real or personal property of any kind or nature, including accounts receivable, inventories of raw materials, or finished products, furniture, fixtures, automotive equipment, machinery, buildings, or any other items of real or personal property of value to the corporation. The value placed upon said property shall be deemed conclusive and shall be binding upon the directors, officers and upon the present and future stockholders of the corporation.

ARTICLE XIII

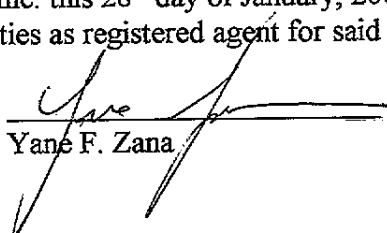
These Articles of Incorporation may be amended in the manner approved by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved in the stockholders' meeting by a majority of the stock entitled to vote thereof,

unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XIV

The effective date of this corporation shall be the 1st day of February, 2000.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of Pifipa Investments, Inc. this 28th day of January, 2000. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.


Yane F. Zana

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