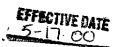
Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State



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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)541-3694 Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

THE PRANA USA/ARG CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

B. McKnigh MAY 2 2 2000



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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: THE PRANA USA/ARG CORPORATION.

Article II. Address

5-17-00

The mailing address of the Corporation is:

THE PRANA USA/ARG CORPORATION 2800 Biscayne Boulevard, Suite 303 Miami, FL 33137

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Roger Rodriguez, Esq. 2800 Biscayne Boulevard, Suite 303 Miami, FL 33137

Article IV. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article V. Capital Stock

The corporation shall have authority to issue 2,000 shares of common stock, par value \$.01, per share.

Roger Rodriguez, Esq. Florida Bar No.: 841259 2800 Biscayne Boulevard, Suite 303

Miami, FL 33137

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SECRETARY OF STATE DIVISION OF CORPORATIONS

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The name and address of the incorporator is:

Roger Rodriguez, Esq. 2800 Biscayne Boulevard, Suite 303 Miami, FL 33137

Article VII

These Articles of Incorporation shall become effective and the corporate existence will begin on May 17, 2000.

The undersigned incorporator executed these Articles of Incorporation on May 17, 2000.

ROGER RODRIGUEZ

Roger Rodriguez, Esq. Florida Bar No.: 841269

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2800 Biscayne Boulevard, Suite 303

Miami, FL 33137

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CERTIFICATE OF DESIGNATION REGISTERED AGENTIOFFICE

Corporation:

THE PRANA USAJARG CORPORATION

Registered Agent/Office:

Roger Rodriguez, Esq. 2800 Biscayne Boulevard, Suite 303 Miami, FL 33137

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ROOFR RODRIGUEZ

Date:

#000000027734

Roger Rodriguez, Esq. Florida Bar No.: 841269

2800 Biscayne Boulevard, Suite 303

Miami, FL 33137

DIVISION OF COMPORATION