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Florida Department of State

Division of Corporations

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EFFECTIVE DATE
5-17-00

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (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
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DIVISION OF CORPORATIONS
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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

EFFECTIVE DATE
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 name of each member of the Corporation's Board of Directors is: _____

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.: 841269
2800 Biscayne Boulevard, Suite 303
Miami, FL 33137

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Article VI. Incorporator


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
2800 Biscayne Boulevard, Suite 303
Miami, FL 33137

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

Corporation:

THE PRANA USA/ARG 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.



ROGER RODRIGUEZ

Date: 5-17-2000

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Roger Rodriguez, Esq.
Florida Bar No.: 841269
2800 Biscayne Boulevard, Suite 303
Miami, FL 33137

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