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Florida Department of State
Division of Corporations
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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.

GRAFFEO USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 30 PM 1:19

B. McKinnis

MAY 30 2000

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STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

GRAFFEO USA, INC.

FILED STATE
SECRETARY OF CORPORATIONS
00 MAY 30 PM 1:19

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation is:
GRAFFEO USA, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:
To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

One thousand shares (1,000) at \$1.00 par value.

FIFTH: The street address of the initial registered office of the corporation is:

4458 N.W. 74TH Avenue
Miami, Florida 33166

Agent at such address is:

Franciso J. Graffeo

The initial street address of the principle office of the corporation shall be:

4458 N.W. 74TH Avenue
Miami, Florida 33166

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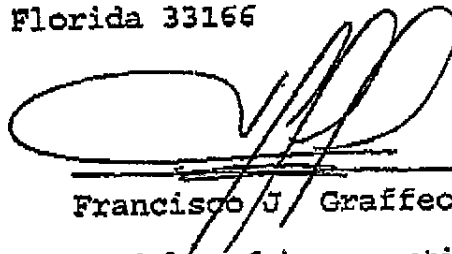
Harry D. Polatsek, Esq.
2455 E. Sunrise Blvd, Ste 1216
Fort Lauderdale, Florida 33304
Telephone: (954) 566-0377
Florida Bar#: 230960

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SIXTH: The number of Directors constituting the initial Board of Directors of the corporation is ONE, and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Francisco J. Graffeo
4458 N.W. 74th Avenue
Miami, Florida 33166



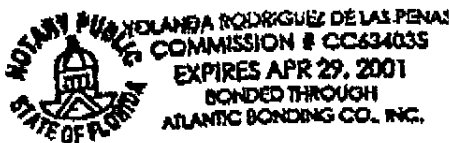
Dated: 5/26/00

Francisco J. Graffeo, Incorporator

The name of the person signing these articles of incorporation is FRANCISCO J. GRAFFEO
State of Florida :

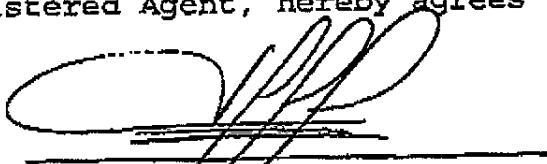
County of Broward : ss.:

The foregoing instrument was acknowledged before me this 26th. day of May, 2000 by Francisco J. Graffeo of GRAFFEO USA, INC. who is personally known to me and who did not take an oath.



Yolanda Rodríguez de las Peñas
Notary Public

Francisco J. Graffeo, having been designated to act as Registered Agent, hereby agrees to act in this capacity.



Francisco J. Graffeo, Incorporator

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
 DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
 AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.24 Florida Statutes, the
 following is submitted, in compliance with said Act:

GRAFFEO USA, INC. desiring to organize under the laws of the
 State of Florida with its principle office, as indicated in the
 articles of incorporation, at City of Miami, County of Miami-Dade,
 State of Florida has named Francisco J. Graffeo at 4458 N.W. 74th
 Avenue, Miami, Florida 33166 as its agent to accept service of
 process with this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
 stated corporation, at place designated in this certificate, I
 hereby accept to act in this capacity, and agree to comply with
 the provision of said Act relative to keeping open said office.

By: 

Registered Agent

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