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

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TALLAHASSEE, FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

ORION ENTERPRISES/USA, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
FOR
ORION ENTERPRISES/USA, INC.

The undersigned, acting as incorporate(s) of a Corporation pursuant to Chapter 607 Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I- NAME

The name of the Corporation shall be:

ORION ENTERPRISES/USA, INC.

ARTICLE II- PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

**1762 CORAL WAY
MIAMI, FLORIDA 33145**

ARTICLE III- CORPORATE DURATION

The duration of the Corporation is to be perpetual.

These Document prepared by:
EDUARDO CANTERA, ESQ.
1762 Coral Way
Miami, Florida 33145
FBN: # 154990
TEL: (305) 442-4343 FAX: (305) 285-2884

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ARTICLE IV - PURPOSE

The Corporation may engage in any activity or business permitted under the Laws of the State of Florida.

ARTICLE-V CAPITALIZATION

The aggregate number of shares which the Corporation is authorized to issue is 100 Shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE VI- DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation shall be one (1):

Pedro J. Acevedo - President/Director
Luz Marina Pineda Acevedo - Secretary/Treasurer
Doris Angelica Acevedo Pineda - Vice President

ARTICLE VII- INCORPORATORS

The name and address of the Incorporator is:

NAME	ADDRESS
Pedro J. Acevedo	2800 N.E. 147 th Street, Apt.#241 Miami, Florida 33181
Luz Marina Pineda Acevedo	2800 N.E. 147 th Street, Apt.#241 Miami, Florida 33181
Doris Angelica Acevedo Pineda	2800 N.E. 147 th Street, Apt.#241 Miami, Florida 33181

ARTICLE VIII- INDEMNIFICATION

This Corporation shall indemnify and may insure it's Officers and Directors to the fullest extent permitted by Law.

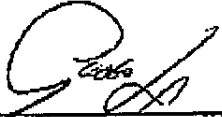
The Undersigned Incorporator(s) has (have) executed these Articles of

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Incorporation this 30th day of August, 2000.

Signature of the Incorporators


Pedro J. Acevedo - Prieto, President/Director


Luz Marina Pineda Acevedo - Secretary/Treasurer


Doris Angelica Acevedo Pineda - Vice President

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT /REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the followings statement in designating the registered office/ registered agent, in the State of Florida

1. The name of the corporation is: **Orion Enterprises/USA, Inc.**

2. The name and address of the registered agent and office is:

**Eduardo Cantera, Esq.
1762 Coral Way
Miami, Florida 33145**

HAVING BEEN NAMED AS REGISTERED AGENT AND ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FUTHER 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 POSITIONS AS REGISTERED AGENT.

Signature

Eduardo Cantera, Esq.

Date

08-30-0

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