

P00000097549

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

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000054582 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From:
Account Name : HUBCO
Account Number : 104662003400
Phone : (516)935-3940
Fax Number : (516)935-3088

FLORIDA PROFIT CORPORATION OR P.A.

Palumbo USA Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
| Page Count | 03 |
| Estimated Charge | \$78.75 |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 17 AM 11:59

B. McKinnis OCT 17 2000

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Palumbo USA Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Palumbo USA Inc.
7270 NORTH WEST 35TH TERRACE - #100
MIAMI, FL 33122

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ALEX TRASOBARES
7270 NORTH WEST 35TH TERRACE - #100
MIAMI, FL 33122

Prepared By:

Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 17 AM 11:59

H00000054582

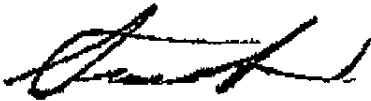
ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**ALEX TRASOBARES
7270 NORTH WEST 35TH TERRACE - #100
MIAMI, FL 33122**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

16 day of OCTOBER 2000.



**ALEX TRASOBARES
SIGNATURE**

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Palumbo USA Inc.**

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

ALEX TRASOBARES

Name

7270 NORTH WEST 35TH TERRACE - #100

(P.O. Box or Mail Drop Box NOT Acceptable)

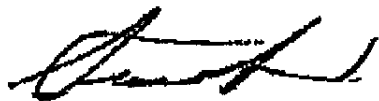
MIAMI, FL 33122

(City / State / Zip)

00 OCT 17 AM 11:59

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Having been named as registered agent and to 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 further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



ALEX TRASOBARES
SIGNATURE

October 16, 2000

(Date)