

PO1000020354



ACCOUNT NO. : 072100000032

REFERENCE : 001917 128993A

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
2001 FEB 23 PM 3:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Patricia Pijet

ORDER DATE : February 12, 2001

ORDER TIME : 1:31 PM

ORDER NO. : 001917-005

CUSTOMER NO: 128993A

700003758477--1

CUSTOMER: Mr. Jerome L. Henin
I.p.i. Of Central Florida, Inc

609 East Pine Street

Orlando, FL 32801

DOMESTIC FILING

NAME: BREIN US, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX (2) PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

FILED
2001 FEB 23 PM 3:24
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TALLAHASSEE FLORIDA

Jf 2/26/01

ARTICLES OF INCORPORATION
OF
Brein US, INC.

FILED

2001 FEB 23 PM 3:40

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE 1

Name

The name of the Corporation shall be Brein US, inc.

ARTICLE 2

Principal office

The principal office of the corporation is located at 609 East Pine Street, Orlando, FL 32801, and its mailing address is the same.

ARTICLE 3

Corporate Purposes, Power and Rights

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 4

Duration of the corporation

Existence of the corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the corporation shall exist perpetually unless dissolved according to law.

ARTICLE 5

Authorized Stock

The total number of shares of capital stock which the corporation has the authority to issue is 10,000 shares of common stock, with a \$1.00 par value per share.

ARTICLE 6

Registered Office and Registered Agent

The street address of the initial registered office of the corporation in the State of Florida shall be: 609 East Pine Street, Orlando, FL 32801. The name of the initial registered agent of the corporation at the registered office shall be Jerome Henin.

ARTICLE 7
Initial board of directors

The initial board of directors shall consist of two (2) directors. The names and addresses of the persons who shall serve as directors of the corporation until the first meeting of shareholders are:

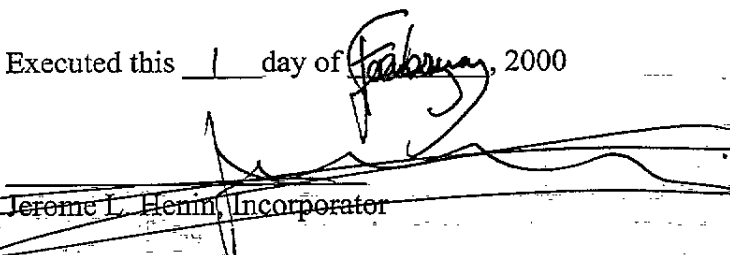
<u>Name</u>	<u>Address</u>
Sylvain BREIN	18 Allée des Tournesols 28000 CHARTRES
Christiane BREIN	18 Allee des Tournesols 28000 CHARTRES

ARTICLE 8
Incorporator

The name and address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Jerome L. Henin	609 East Pine Street Orlando, FL 32801

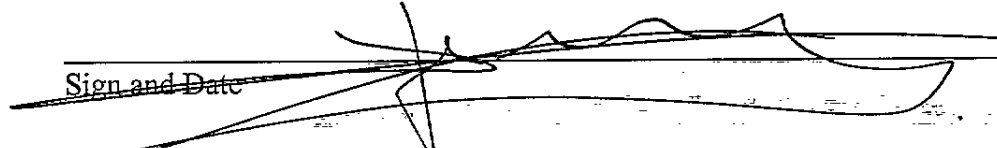
Executed this 1 day of February, 2000


Jerome L. Henin, Incorporator

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TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Sign and Date