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

EFFECTIVE DATE
03-16-01

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFTT CORPORATION OR P.A.

Paral USA Corporation

Certificate of Status	1
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EFFECTIVE DATE
03-16-01

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Parai USA Corporation

Article II. Address

The Corporation's mailing address is:
Parai USA Corporation
7061 Grand National Drive
Suite 105H
Orlando FL 32819

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Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Luciano Piquet Da Cruz
7061 Grand National Drive
Suite 105H
Orlando FL 32819

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Luciano Piquet Da Cruz
Saulo Ribeiro Cabral

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 election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Eduardo Fernandez | FL Bar Member 395889
Slosbergas & Fernandez, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131
305-374-0030

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

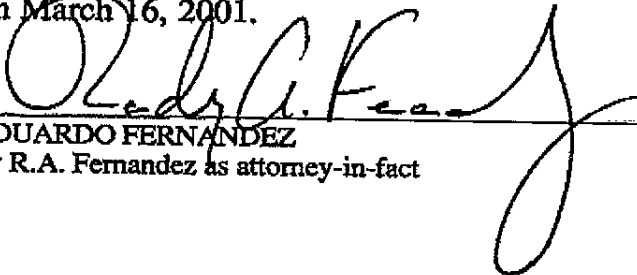
The name and address of the incorporator is:

Eduardo Fernandez
Slosbergas & Fernandez, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 16, 2001.

The undersigned incorporator executed these Articles of Incorporation on March 16, 2001.



EDUARDO FERNANDEZ
by R.A. Fernandez as attorney-in-fact

Eduardo Fernandez | FL Bar Member 395889
Slosbergas & Fernandez, L.L.P.
501 Brickell Key Drive, Suite 400
Miami FL 33131
305-374-0030

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

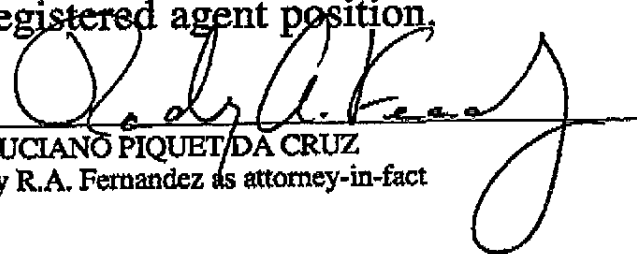
CORPORATION:

Parai USA Corporation

REGISTERED AGENT/OFFICE:

Luciano Piquet Da Cruz
7061 Grand National Drive
Suite 105H
Orlando FL 32819

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.


LUCIANO PIQUET DA CRUZ
by R.A. Fernandez as attorney-in-fact

Date: March 16, 2001

Eduardo Fernandez | FL Bar Member 395889
Slosbergas & Fernandez, L.L.P.
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Miami FL 33131
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