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Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

MENOTTI U.S.A., INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
MENOTTI U.S.A., INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 and 621 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **MENOTTI U.S.A., INC.**
2. The duration of the corporation shall be perpetual.
3. The purpose for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **200** shares, at **no par value**.
5. The principal address and mailing address of the corporation will be:
777 N.W. 72nd Avenue, Suite 3, Plaza 4, Miami, Florida 33126 and the name of its initial registered agent at such address is: **Uri Sharabi**.
6. The name and address of the incorporator is:
Jean M. Sherett,
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, N. Y., N.Y.10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: *April 4th, 2001.*


Jean M. Sherett
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc
62 White Street, NYC 10013
(212)431-5000

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ALLAHAMITE, FLORIDA

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of
MENOTTI U.S.A., INC., the within named corporation.

Dated: *April 6*, 2001.



By: *Uri Sharabi*
Its: *Agent*

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212)431-5000

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