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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

EFFECTIVE DATE
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To:
Division of Corporations
Fax Number : (850)205-0381

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

FLORIDA PROFIT CORPORATION OR P.A.

ACERBUS CORPORATION

Certificate of Status	1
Certified Copy	0
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B. McKnight
MAY 10 2001

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
ACERBUS CORPORATION

EFFECTIVE DATE
05-09-01

Article II. Address

The Corporation's mailing address is:
ACERBUS CORPORATION
1221 Brickell Avenue, Suite 1100
Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Luis Agramunt
1221 Brickell Avenue, Suite 1100
Miami FL 33131

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Antonio Saura Mas
Jorge Antonio Saura Sotillos
Lucia Saura Sotillos
Jorge Antonio Saura Sotillos

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.

Juris Magister Corporate Services
1221 Brickell Avenue, Suite 1100
Miami FL 33131
305-373-5802

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

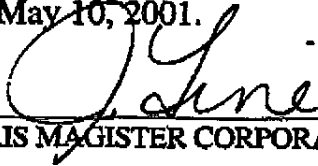
The name and address of the incorporator is:

Juris Magister Corporate Services
1221 Brickell Avenue, Suite 1100
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 9, 2001.

The undersigned incorporator executed these Articles of Incorporation on May 10, 2001.



JURIS MAGISTER CORPORATE SERVICES

by J.A. Fine as attorney-in-fact

Juris Magister Corporate Services
1221 Brickell Avenue, Suite 1100
Miami FL 33131
305-373-5802

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
ACERBUS CORPORATION

REGISTERED AGENT/OFFICE:
Luis Agramunt
1221 Brickell Avenue, Suite 1100
Miami FL 33131

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.



LUIS AGRAMUNT
by J.A. Fine as attorney-in-fact

Date: May 10, 2001

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