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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

## MYCOUNTRY USA, INC.

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

F. CHESLER

AUG 10 2001

ARTICLES OF INCORPORATION  
OF  
MYCOUNTRY USA, INC.

ARTICLE I - NAME

The name of this Corporation is MyCountry USA.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the corporation is c/o Kaufman, Rossin & Co., 2699 South Bayshore Drive, Suite 500, Miami, Florida 33133.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of ONE DOLLAR (\$1.00) per value voting common stock.

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**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 2699 South Bayshore Drive, Suite 500, Miami, Florida 33133 and the name of the initial registered agent of this Corporation at that address is MIGUEL G. FARRA.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than ONE (1). The names and address of the initial director of this Corporation is:

Alfredo De Goeys, Jr.  
Andre Jacintho Mesquita  
Marina Guaspari de Brito

C/o Kaufman, Rossin & Co.  
2699 So. Bayshore Drive, Suite 500  
Miami, Florida 33133

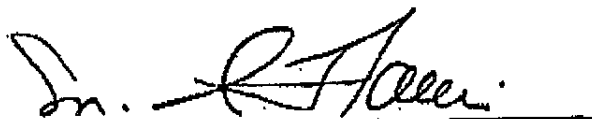
**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

MIGUEL G. FARRA  
2699 SOUTH BAYSHORE DRIVE  
SUITE 500  
MIAMI, FLORIDA 33133

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this \_\_\_\_

10<sup>th</sup> day of August, 2001.

  
\_\_\_\_\_  
Incorporator

CERTIFICATE OF REGISTERED AGENT  
OF  
MYCOUNTRY USA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That MyCountry USA, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has named Miguel G. Farra as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 10<sup>th</sup> day of August 2001.

Mr. R. Farra

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