Electronic Articles of Incorporation For

P01000086785 FILED September 04, 2001 Sec. Of State

POPULAR USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

POPULAR USA, INC.

Article II

The principal place of business address:

1025 S. SEMORAN BOULEVARD SUITE 1093 WINTER PARK, FL. 32792

The mailing address of the corporation is:

1025 S. SEMORAN BOULEVARD SUITE 1093 WINTER PARK, FL. 32792

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

7500

P01000086785 FILED September 04, 2001 Sec. Of State

Article V

The name and Florida street address of the registered agent is:

BASHIR N MERALI 1025 S. SEMORAN BOULEVARD SUITE 1093 WINTER PARK, FL. 32792

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: BASHIR N. MERALI

Article VI

The name and address of the incorporator is:

BASHIR N. MERALI 1025 S. SEMORAN BOULEVARD, SUITE 1093 WINTER PARK, FLORIDA 32792

Incorporator Signature: BASHIR N. MERALI

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PT BASHIR N MERALI 1025 S. SEMORAN BOULEVARD, SUITE 1093 WINTER PARK, FL. 32792

Title: VS NARGIS B MERALI 1025 S. SEMORAN BOULEVARD, SUITE 1093 WINTER PARK, FL. 32792