

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

FLORIDA PROFIT CORPORATION OR P.A.

CODMATEL USA INC.

| Certificate of Status | |
|-----------------------|---------|
| Certified Copy | 1 |
| Page Count | 03(4) |
| Estimated Charge | \$78.75 |

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ARTICLE OF INCORPORATION OF

CODMATEL USA INC.

The undersigned incorporates, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt (s) the following Articles of incorporation.

ARTICLE I NAME

The name of the incorporation shall be: CODMATEL USA INC.

The principal place of business of this corporation shall be: 7309 W. FLAGLER ST., MIAMI, FLORIDA 33144

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, country, territory or nation.

ARTICLE III CAPITOL STOCK

The aggregated number of shares of stock and its value that this corporation is authorized to have out standing at any one time is Five Hundred (\$00) shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors (s) is (are) elected, is (are):

JAIME F. BATALLAS -President 7309 W. FLAGLER ST. MIAMI, FL 33144

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SELECTION OF STATE
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ARTICLES VI INCORPORATOR (S)

The name(s) and street address (es) of the incorporator(s) to this articles of incorporation is (are):

JAIME F. BATALLAS - President 7309 W. FLAGIER ST. MIAMI, FL 33144

IN WITNESS WHEREOF, the undersigned incorporator (s) has (have) executed these Articles of incorporation this day16TH of OCTOBER, 2001

Signature(s) of Incorporate(s)

CERTIFICATE OF DESIGNATON REGISTERED AGENT/REGISTERED-OFFICE

Pursuant to the provision of Section 607.325, Florida Statues, the undersigned corporation, organized under the Laws of the States of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

| I. | The name of the CODMATEL USA | corporation: |
|----|------------------------------|--|
| | | ************************************** |

2. The name and address of the registered agent and office is:

JAIME F. BATALLAS

7309 W. FLAGLER ST.

(P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

SIGNATURE: PRESIDENT

DATE 10-16-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THEE DUTIES AND OBLIGATIONS OF SECTION 607 325 FLORIDA

DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA

STATUTES

10-16-01

DATE

DATE