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Wallace J.D. Weylie

BARRISTER & SOLICITOR
ATTORNEY • AT • LAW

350 GULF BLVD.
INDIAN ROCKS BEACH, FL 33785
(TAMPA BAY AREA)
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November 9, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900004677099--7
-11/13/01--01081--005
****122.50 *****78.75

RE: Incorporation – CODECA (U.S.A.), INC.

Dear Registrar:

Enclosed in duplicate are Articles of Incorporation regarding the above-named company. A preliminary search of the internet for the name indicated that there is no problem with using this name.

Also enclosed is a check in the amount of \$122.50 to cover the fees, including the furnishing of a certification to Wallace J.D. Weylie.

Thank you for your assistance.

Sincerely,

Wallace J.D. Weylie/ab

Wallace J.D. Weylie, Attorney

FILED
NOV 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj 11/14

ARTICLES OF INCORPORATION.

OF

Codeca (U.S.A.), Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Codeca (U.S.A.), Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The principal place of business of this corporation shall be:

3853 Floramar Terrace
New Port Richey, FL. 34652

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 - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100,000 shares at \$1.00 each

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

Sheila Hobeck
3853 Floramar Terrace
New Port Richey, FL. 34652

ARTICLES VI - INCORPORATORS

The names and street addresses of the incorporators to these articles of incorporation are:

Sheila Hobeck
3853 Floramar Terrace
New Port Richey, FL. 34652

In Witness whereof, the undersigned incorporators have executed these Articles of Incorporation this 30 th day of October, 2001.

Signatures of Incorporators:

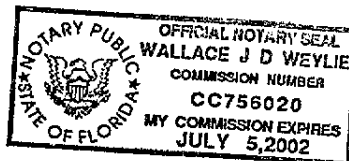
Sheila Hobeck
SHEILA Hobeck

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this 30 th day of October, 2001 by SHEILA Hobeck, who produced an Ontario Drivers License as identification and who did take an oath.

Wallace J. D. Weylie
Notary Public
Commission No.



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is: Codeca (U.S.A.), Inc.
2. The name and address of the registered agent and office is:

Wallace J.D. Weylie
350 Gulf Blvd.
Indian Rocks Beach, Florida 33785

Signature: *Sheila Hobeck*
Title: Incorporator
Date: *10/30/01*

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Signature *Wallace J.D. Weylie*
Wallace J.D. Weylie

Date *October 30/01*

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01 NOV 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA