

**Electronic Articles of Incorporation
For**

**P01000111870
FILED
November 26, 2001
Sec. Of State**

PLANET URUGUAY 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:

PLANET URUGUAY INC.

Article II

The principal place of business address:

220 71ST STREET
213
MIAMI BEACH, FL. 32746

The mailing address of the corporation is:

220 71ST STREET
213
MIAMI BEACH, FL. 32746

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:

10000

Article V

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

SONJA C DI CIERI-CAMBON
220 71ST STREET
213
MIAMI BEACH, FL. 33141

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

Registered Agent Signature: SONJA C. DI CIERI-CAMBON

Article VI

The name and address of the incorporator is:

SONJA C. DI CIERI-CAMBON
220 71ST STREET, SUITE 213
MIAMI BEACH, FLORIDA 33141

Incorporator Signature: SONJA C. DI CIERI-CAMBON

Article VII

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

Title: P
SONJA C DI CIERI-CAMBON
3525 W. LAKE MARY BLVD, SUITE 308A
LAKE MARY, FL. 32746

Article VIII

Powers of the President

The board of directors shall manage the affairs of the corporation. The board of directors shall have all powers available under state law, including the authority to appoint and remove officers, agents, and employees; the authority to change the offices, registered agent, and registered office of the corporation; the authority to issue shares of stock; the authority to borrow money on behalf of the corporation including the authority to execute any evidence of indebtedness on behalf of the corporation; and the authority to enter into contracts on behalf of the corporation.

Article IX

Duties of the President.

The president is the principal executive officer of the corporation. The president shall supervise and control all activities of the corporation. The president shall preside at all shareholders' and directors' meetings, and perform any other duties assigned by the board of directors. The president is not subject to control by the board of directors.