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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 : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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## FLORIDA PROFIT CORPORATION OR P.A.

orcen trading corp.

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ARTICLES OF INCORPORATION

OF

ORCEN TRADING CORP.

ARTICLE I - NAME

The name of the corporation is: ORCEN TRADING CORP.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized under the laws of the State of Florida, as a corporation for profit, and may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock, each share having a par value of ONE (\$1.00) DOLLAR.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is: GUILLERMO ORTIZ, 2900 N.W. 77<sup>TH</sup> COURT, MIAMI, FLORIDA 33122.

Prepared by:  
MARIA R. FERNANDEZ-GOMEZ, ESQ.  
999 Ponce De Leon Blvd.  
Suite 601  
Coral Gables, Fl. 33134  
Fla. Bar No. 998494

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#### ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is: 2900 N.W. 77<sup>TH</sup> COURT, MIAMI, FLORIDA 33122.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

**GUILLERMO ORTIZ**  
2900 N.W. 77<sup>TH</sup> COURT,  
MIAMI, FLORIDA 33122

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: **GUILLERMO ORTIZ, 2900 N.W. 77<sup>TH</sup> COURT, MIAMI, FLORIDA 33122.**

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE X - ACTIONS REQUIRING UNANIMOUS CONSENT

The corporation shall not, without the prior written unanimous consent of all the directors and all of the corporation's shareholders, seek to file a voluntary petition in bankruptcy, make an assignment for the benefit of creditors, or implement any other form of liquidation proceeding. Nor shall the corporation, without the prior written unanimous consent of all the directors and

of all of the shareholders, consent to any involuntary petition for dissolution or bankruptcy. The corporation shall vigorously defend against any such involuntary petition.

#### ARTICLE XI - AMENDMENT

Neither these Articles nor the corporation's By-laws shall be amended, modified or repealed at any time, in any manner, without the prior written unanimous consent of all the shareholders.

#### ARTICLE XII - CONFLICT

In the event it is determined that a conflict exists between these Articles and the corporation's By-laws, then these Articles shall be controlling and any conflicting provision contained in the corporation's By-laws shall be void.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of November, 2001.

  
GUILLERMO ORTIZ, INCORPORATOR

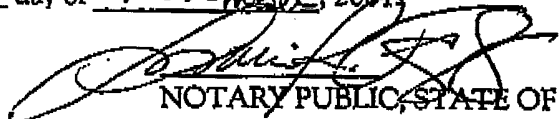
STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and

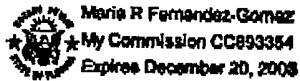
County set forth above, personally appeared GUILLERMO ORTIZ, known by me to be the person who executed the foregoing Articles of Incorporation, or who produced

Fla. drivers license as identification, and who acknowledged before me that she executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in  
the State and County aforesaid this 28 day of November, 2001.

  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE

My commission expires:



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CERTIFICATE DESIGNATING AGENT

(F.S. Sec. 48.091)

BE IT KNOWN THAT:

ORCEN TRADING CORP., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Dade County, Florida, has named Guillermo Ortiz whose address is 2900 N.W. 77<sup>TH</sup> COURT, MIAMI, FLORIDA 33122.

ORCEN TRADING CORP.

By: Guillermo Ortiz  
GUILLERMO ORTIZ, INCORPORATOR

DATED this 28 day of November, 2001.

ACCEPTANCE

Having been named to accept service of process for ORCEN TRADING CORP., 2900 N.W. 77<sup>TH</sup> COURT, MIAMI, FLORIDA 33122, 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.

Guillermo Ortiz  
Guillermo Ortiz, REGISTERED AGENT

DATED this 28 day of November, 2001.

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