### Florida Department of State

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DIVISION OF CORPORATION

### FLORIDA PROFIT CORPORATION OR P.A.

FLORIDA TRADE USA, INC.

Certificate of Status	0
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#### ARTICLES OF INCORPORATION

#### OF

### Florida Trade USA, Inc.

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

#### ARTICLE I

#### Name

The name of the corporation is Florida Trade USA, Inc. (the "Corporation").

### ARTICLE II Powers

The organization is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Plorida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

## ARTICLE III Authorized Capital

The Corporation is authorized to issue 10,000 shares of common stock, with a par value of \$1.00 per share.

# ARTICLE IV Address

The address of the principal office of the Corporation and its mailing address is: c/o 1730 Main Street, Suite 216, Weston, Florida 33326.

Preparer: Jeffrey B. Campion Florida Bar No. 0125504 1730 Main Street, Suite 216 Weston, Plorida 33326 Telephone: 954-385-2355

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### ARTICLE V Registered Office and Agent

The street address of the Corporation's initial registered office is 1730 Main Street, Suite 216, Weston, Florida 33326, and the name of the initial registered agent at such office is the law office of Jeffrey E. Campion, P.A..

#### ARTICLE VI Indemnification

The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Florida Business Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that he is or was at the time a director of the corporation.

Except for those persons entitled to indemnification pursuant to the first paragraph of this Article, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Florida Business Corporation Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

Except for those persons entitled to indemnification pursuant to the first paragraph of this Article, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

## ARTICLE VII

The name and address of the incorporator of the Corporation is 1730 Main Street, Suite 216, Weston, Florida 33326.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the \_15 day of February, 2002.

E. Campion, incorporator

# ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Florida Trade USA, Inc., at the place designated in the articles of incorporation:

(i) I agree to act in this capacity;

- (ii) I agree to comply with the provisions of all statues relative to the proper and complete performance of my duties; and
- (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated as of the 14 day of February, 2002.

Jeffrey E. Campion, P.A.

By:

E. Campion, President

The foregoing instrument was acknowledged before me on this  $\frac{1}{2}$  day of February, 2002 by Jeffrey B. Campion, to me personally known and who has taken the oath.

Michelle M. Holdings
Commission # Decision
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Atlantic Southern and

Notary Public, State of Fiddida

MICHELLE M. RODRIGUEZ

(Print Name)

My Commission Expires: 34 05, 2006

Dated as of the day of February, 2002

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