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**FLORIDA PROFIT CORPORATION OR P.A.**

**LEAR CORPORATION**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 19, 2002

FAS-T

SUBJECT: LEAR CORPORATION  
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**ARTICLES OF INCORPORATION**

**OF**

**LEAR INTERNATIONAL CORPORATION**

The undersigned files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be **LEAR INTERNATIONAL CORPORATION**. The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

**ARTICLE II**

The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

**ARTICLE III**

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One (\$1.00) Dollar per share. All of the stock be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

**ARTICLE IV**

The street address of the initial principal office and the name and address of it's registered agent shall be as follows:

**WILLIAM H. ALBORNOZ, ESQUIRE  
901 PONCE DE LEON BLVD.  
SUITE 603  
CORAL GABLES, FL 33134**

William H. Albornoz, Esquire  
901 Ponce De Leon Blvd., Suite 603  
Coral Gables, Florida 33134  
Tel. (305) 444-1741  
Fl. Bar No. 329568

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**ARTICLE V**

The initial board of director of the corporation shall be composed of one person. The name and address of this corporation's director is as follows:

**ARTURO EHRLICH ROMERO**  
c/o 901 PONCE DE LEON BLVD., SUITE 603  
CORAL GABLES, FL 33134

**ARTICLE VI**

The name and address of the incorporator of this corporation is:

**ARTURO EHRLICH ROMERO**  
c/o 901 PONCE DE LEON BLVD., SUITE 603  
CORAL GABLES, FL 33134

**ARTICLE VII**

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

**IN WITNESS WHEREOF**, the undersigned, being the original incorporators of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, do hereby execute and file these Articles, declare and certify that the facts herein stated are true this \_\_\_\_\_ day of February, 2002.

  
**ARTURO EHRLICH ROMERO**

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Incorporation.

  
**William H. Albarnes, Esquire**