

P02000023154



ACCOUNT NO. : 072100000032

REFERENCE : 420332 7220317

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 70.00

02 MAR - 1 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ORDER DATE : February 28, 2002

ORDER TIME : 11:07 AM

ORDER NO. : 420332-005

CUSTOMER NO: 7220317

CUSTOMER: Frank Ferrante, Esq
Ferrante, Pllc
Law Offices
425 Park Avenue
27th Floor
New York, NY 10022-2032

DIVISION OF CORPORATION

02 MAR - 1 PM 12:23

RECEIVED

DOMESTIC FILING

NAME: NAVALMAR USA, INC.

800005032498--9

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS: _____

4

[Handwritten signature]

ARTICLES OF INCORPORATION
OF
NAVALMAR USA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECORDED - 1 PM 12:55

APPROVED
AND
FILED

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NAVALMAR USA, INC.

The address of the principal office of this corporation shall be 425 Park Avenue, 27th Floor, New York, New York 10022, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Frank Ferrante	425 Park Avenue, 27th Floor
Dir./Sec.	New York, New York 10022

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 28, 2002.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
as its Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
as its Agent, Deborah D. Skipper

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR - 1 PM 12:56

APPROVED
AND
FILED