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J. Terence McManus, Chartered

Attorney at Law

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March 21, 2002

200005170062--1 -03/26/02--01071--005 *****78.75 *****78.75

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re:

Articles of Incorporation of =;

ACOR USA CO..

Our File No. 726-02

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SECRETARY OF STATE
SECRETARY OF STATE

Ladies and Gentlemen:

Enclosed herewith please find:

- 1. The original Articles of Incorporation of ACOR USA CO.; and
- 2. My firm's check in the amount of \$78.75 comprised of:
 - Filing Fee \$35.00
 - Registered Agent Designation \$35.00
 - Certified Copy Fee \$8.75

Kindly file the Articles and forward me a certified copy.

Sincerely,

H. Terence McManu

JTM/efm Enclosures

cc: Arnold M. Hess, III

FILED

02 MAR 26 AM 11: 20

ARTICLES OF INCORPORATION OF ACOR USA CO.

SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is ACOR USA CO.

ARTICLE II

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated.

ARTICLE III

This corporation is authorized to issue Five Hundred (500) shares of One Dollar \$1.00) par value common stock.

ARTICLE IV

The street address of the initial registered office of this corporation is 2031 Melody Lane, Juno, Florida 33408 and the name of the initial Registered Agent of this corporation at such address is Arnold M. Hess, III. The corporation's principal office and mailing address are the same as the initial registered office address.

ARTICLE V

This corporation shall have (1) director initially. The name and address of the initial Director is:

Arnold M. Hess, III

2031 Melody Lane Juno, Florida 33408

The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1).

ARTICLE VI

The name and address of the person signing these Articles of Incorporation as incorporator is:

Arnold M. Hess, III

2031 Melody Lane Juno, Florida 33408

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation at North Palm Beach, Florida on this _____ day of March, 2002.

Arnold M. Hess, HI

STATE OF FLORIDA COUNTY OF PALM BEACH

This instrument was acknowledged before me this Arnold M. Hess, III, who signed the foregoing instrument; and, who is personally known to me.

DATED this 215+ day of March, 2002.



Eleanor F. McManus, Notary Public

ACCEPTANCE:

I agree as Registered Agent to accept service of process and to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in the office as required by law.

Arnold M. Hess, HI, Registered Age

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