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To:

Division of Corporations

Fax Number

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From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I20000000195 Phone : (850)521-1000 Fax Number : (850)521-1030

FLORIDA PROFIT CORPORATION OR P.A.

OLIVIA USA, INC.

Conferment of Con-	
Certificate of Status	0
Certified Copy	
Page Count	(04)
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BM 4/17

04-15-2002 08:38

FROM-Jonathan Shepard

T-493 P.20Z/004 F-194

H02000086389

ARTICLES OF INCORPORATION OF OLIVA USA, INC.

ARTICLE ! NAME

The name of this Corporation is Oliva USA, Inc.

ARTICLE 2 PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be One Boca Commerce Center, 551 NW 77th Street, Suite 200, Boca Raton, Florida 33487.

ARTICLE 3 MAILING ADDRESS

The mailing address of this Corporation shall be One Boca Commerce Center, 551 NW 77th Street, Suite 200, Boca Raton, Florida 33487.

ARTICLE 4 PURPOSES AND POWERS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 5 CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, having a par value of One Dollar (\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

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FAX:850 521 1010

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04-16-2002 09:39

FROM-Jonathan Shepard

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ARTICLE 6 INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486, and the name of the initial registered agent of this Corporation at that address is Gary S. Dunay.

ARTICLE 7 INCORPORATOR

The name and address of the person signing these Articles of Incorporation, the Incorporator, is Gary S. Dunay, 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486.

ARTICLE 8 AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporator has executed these Articles of Incorporation this $16^{\rm th}$ day of April, 2002.

Gary S. Dunay, Incorporate

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT FOR OLIVA USA, INC.

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

Oliva USA, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Gary S. Dunay, located at 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486, County of Palm Beach, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, 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 and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.

