

OFFICE USE ONLY (DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-05/03/02--01028--026

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ONE UP USA, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

**REGISTRATION/
QUALIFICATION**

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
02 MAY -3 AM 10:59
DIVISION OF CORPORATION

FILED
02 MAY -3 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2

ARTICLES OF INCORPORATION

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation Act, adopts the following Articles of Incorporation of such Corporation.

ARTICLE I

The name of the Corporation is ONE UP USA, INC.

ARTICLE II

The date of commencement of corporation existence is the 30 day of APRIL 2002, and the period of its duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 100 shares, all in one class \$1.00 value.

ARTICLE V

The Address of its Registered Office is 8192 MIZNER LANE BOCA RATON, FL 33433. This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) (are) MIGUEL A LOZADA.

ARTICLE VI

The number of Director (s) constituting its initial Board of Directors (is) (are) TWO (which) (whose) name (s) (is) (are) PRESIDENT MIGUEL A LOZADA - VICE-PRESIDENT MARIO LOZADA.

ARTICLE VII

The name and address of the incorporator (s) (is) (are) MIGUEL A LOZADA 8192 MIZNER LANE BOCA RATON, FL 33433- MARIO LOZADA CALLE 106A # 963 BOGOTA, COLOMBIA

ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at price, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from time to time, in addition to that stock authorized (and issued) by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the Holder to all shares of common stock currently authorized and issued.

DATED THIS 30 day of APRIL 2002.

X MIGUEL A LOZADA

X

X

X

Signature

Signature

FILED
02 MAY 13 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS MAY BE SERVED: In
pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act.

First ONE UP USA INC desiring to organize under the laws of the State of Florida with its principal
office as indicated in the Articles of Incorporation at the City of BOCA RATON County Of West Palm,
State of Florida, has named MIGUEL A LOZADA, located at 8192 MIZNER LANE BOCA RATON ,
FL 33433 as its Agent to accept services of process within this State ACKNOWLEDGEMENT: Having
been named to accept, services of process for the above State Corporation, at place designated in this
Certificate: (I) (We) hereby accept, to act, in this capacity and agreed to comply with the provisions of
said Act., relative to keeping open Said Office.

X

RESIDENT AGENT

MIGUEL A LOZADA

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TALLAHASSEE FLORIDA