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**LAZARUS CORPORATE FILING SERVICE**

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

1. D.N.Y. USA, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

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| <input checked="" type="checkbox"/> | Profit            |
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| <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               |

Examiner's Initials

02 MAY -8 AM 10:09

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TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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02 MAY -8 AM 10:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
D.N.Y. USA, INC.**

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

**ARTICLE I**  
**Name of Corporation**

1. The name of the Corporation shall be: D.N.Y. USA, INC.

**ARTICLE II**  
**Nature Of Business**

This corporation may engage in or transact any or all activities or business permitted under de laws of the United States of America and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### **ARTICLE III**

#### **Capital Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: One hundred (100) of common stock with a nominal value of \$10.00 per share.

### **ARTICLE IV**

#### **Initial Capital**

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

### **ARTICLE V**

#### **Term of Existence**

This corporation is to exist perpetually.

### **ARTICLE VI**

#### **Principal Place of Business**

The initial street address in this state of the principal office of this corporation is: 1455 Michigan Ave. #12, Miami Beach, Miami-Dade County, Florida. The Board of Directors may, from time to time, move the principal office and the mail address to any other address in Florida.

**ARTICLE VII**  
**Directors**

This corporation shall have no less than two directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

**ARTICLE VIII**  
**Initial Directors**

The name and street address of the member of the first Board of Directors is:

|  |                                |
|--|--------------------------------|
| <b>-Valeria Canaves</b>                | <b>1455 Michigan Ave.- #12</b> |
| <b>-President</b>                      | <b>Miami Beach, Fl 33139</b>   |
| <b>-Enrique G. Canaves</b>             | <b>1455 Michigan Ave.- #12</b> |
| <b>-Vice-President &amp; Secretary</b> | <b>Miami Beach, Fl 33139</b>   |

**ARTICLE IX**  
**Subscribers**

The name and street address of the subscriber of these Articles of Incorporation is:

**Valeria Canaves**  
**1455 Michigan Ave.- #12**  
**Miami Beach, Fl 33139**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE X**  
**Registered Agent**

The initial designation of the registered office of this corporation shall be: **1455 Michigan Ave., #12, Miami, Beach, FL 33139**, and the registered agent shall be:

**Valeria Canaves**

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:   
Registered Agent

**ARTICLE XI**  
**Amendment**

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator above named, have hereunto set my hands and seals this 6th day of May, 2002.

  
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