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ACCOUNT NO. : 072100000032

REFERENCE : 622301 7340230

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : June 13, 2002

ORDER TIME : 1:32 PM

ORDER NO. : 622301-005

800005766048--4

CUSTOMER NO: 7340230

CUSTOMER: Ms. Jutta De Oliveira
Ifemi Usa, Inc.
306 D Versailles Drive
Melbourne Beach, FL 32951

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 13 AM 11:07

DOMESTIC FILING

NAME: IFEMI USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar - EXT. 1124

EXAMINER'S INITIALS:

RECEIVED
02 JUN 13 PM 2:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
111 MURPHY, FLORENCE

6-14-02
we

Articles of Incorporation

of

IFEMI USA, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 13 AM 11:07

ARTICLE I

Name and Duration

The name of the Corporation is IFEMI USA, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The mailing address of the principal office of the Corporation is 306 D Versailles drive, Melbourne Beach, Florida 32951.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 306 D Versailles Drive, Melbourne Beach, Florida 32951. The name of the registered agent at such address is Jutta de Oliveira.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 75,000 shares of Common Stock ("Common Stock") \$0.01 par value per share.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Jutta de Oliveira	306 D Versailles Drive, Melbourne Beach Florida 32951

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Daytona Beach, Volusia
DATED at ~~Melbourne Beach~~, Brevard County, Florida, this 12th day of June,
2002.

By: Jutta de Oliveira
Jutta de Oliveira, Incorporator

STATE OF FLORIDA)
)
) SS.
)
COUNTY OF ~~Brevard~~ ^{DeSoto})

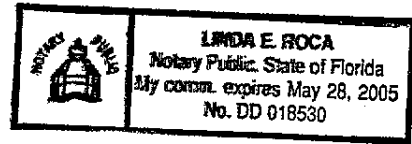
The foregoing instrument was acknowledged before me this 12th day of June, 2002, by Jutta de Oliveira. She is personally known to me or has produced MAADL as identification and did (did not) take an oath.

(NOTARY SEAL)

(Notary Signature)

(Notary Name Printed)

NOTARY PUBLIC
Commission No. 00 018530



REGISTERED AGENT CERTIFICATE

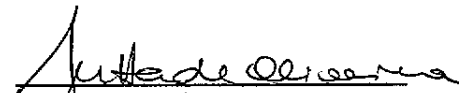
In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That IFEMI USA, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at Melbourne Beach, State of Florida, has named Jutta de Oliviera., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said statute relative in keeping open said office, and further states that he is familiar with §607.0501, Florida Statutes.

By:


Jutta de Oliveira

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 JUN 13 AM 11:08