

**Electronic Articles of Incorporation
For**

**P02000103454
FILED
September 25, 2002
Sec. Of State**

OPENCROM USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
OPENCROM USA, INC.

Article II

The principal place of business address:
20822 NE 32 AVENUE
AVENTURA, FL. FL 33180

The mailing address of the corporation is:
20822 NE 32 AVENUE
AVENTURA, FL. FL 33180

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
100 COMMON SHARES AT \$.01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:
FERRELL GROUP CORPORATE SERVICES, L.L.C.
201 S. BISCAYNE BLVD.
34TH FLOOR
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SHERRI NOTT

Article VI

The name and address of the incorporator is:

JOHNY BENACERRAF
20822 NE 32 AVENUE
AVENTURA, FLORIDA 33180

Incorporator Signature: JOHNY BENACERRAF

Article VII

The effective date for this corporation shall be:

09/25/2002