

Oct 14 02 02:58p

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

IGP USA, INC.

Certificate of Status	0
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10/11/2002

T. SMITH OCT 14 2002



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 14, 2002

EXPRESS CORPORATE FILING SERVICE

SUBJECT: IGP USA, INC.
REF: W02000029530

We have received your document for IGP USA, INC.. However, the document has not been filed and is being returned for the following:

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

If you have any further questions concerning your document, please call (850) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

FAX Aud. #: H02000211495
Letter Number: 802A00057191

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

((CH02000211495)))

ARTICLES OF INCORPORATION

ARTICLE I. NAME

The name of this corporation is IGP USA, Inc.

ARTICLE II. NATURE OF BUSINESS

IGP USA, Inc. is organized for the purpose of transacting any lawful business for which corporations may be formed in Florida.

ARTICLE III. TERM OF EXISTENCE

The duration of IGP USA, Inc. is perpetual.

ARTICLE IV. CAPITAL STOCK

IGP USA, Inc. is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

ARTICLE V. ADDRESS

The principle address of IGP USA, Inc. is:

750 NW 72nd Ave Suite 3b
Miami, FL 33126

and the name of the initial registered agent of this corporation at this address is

Clara Fernandez
750 NW 72nd Ave Suite 3b
Miami, FL 33126

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ARTICLE VI, INITIAL DIRECTORS

IGP USA, Inc. shall have two (2) directors, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and address of the initial director is:

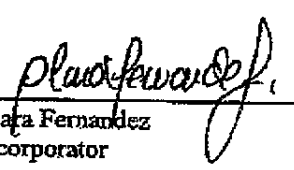
Clara Fernandez
750 NW 72nd Ave Suite 3b
Miami, FL 33126

President
Director

ARTICLE VII, INCORPORATOR

The name and address of the incorporator of this corporation is:

Clara Fernandez
750 NW 72nd Ave Suite 3b
Miami, FL 33126


Clara Fernandez
Incorporator

(CCH02000211495))

ACCEPTANCE OF APPOINTMENT**OF****REGISTERED AGENT**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: ICP USA, Inc.
2. The name and address of the registered agent and office is:
Clara Fernandez
750 NW 72nd Ave Suite 3b
Miami, FL 33126

SIGNATURE Clara Fernandez
TITLE President
DATE October 11, 2002

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Clara Fernandez
DATE October 11, 2002

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