

# P030000006150

Florida Department of State  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

## FLORIDA PROFIT CORPORATION OR P.A.

Alaplana USA Corp.

Certificate of Status	1
Certified Copy	0
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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Alaplana USA Corp.

### Article II. Address

The Corporation's mailing address is:  
Alaplana USA Corp.  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Luis Agramunt  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Jose M. Gozalbo Moreno  
Santiago Gozalbo Moreno

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Luis Agramunt  
Juris Magister Corporate Services  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131  
305-373-5802

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Article V. Capital Stock

The Corporation shall have the authority to issue 3,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

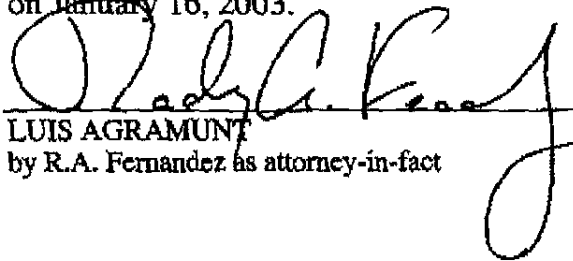
The name and address of the incorporator is:

Luis Agramunt  
Juris Magister Corporate Services  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 16, 2003.

The undersigned incorporator executed these Articles of Incorporation on January 16, 2003.

  
\_\_\_\_\_  
LUIS AGRAMUNT  
by R.A. Fernandez as attorney-in-fact

Luis Agramunt  
Juris Magister Corporate Services  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131  
305-373-5802

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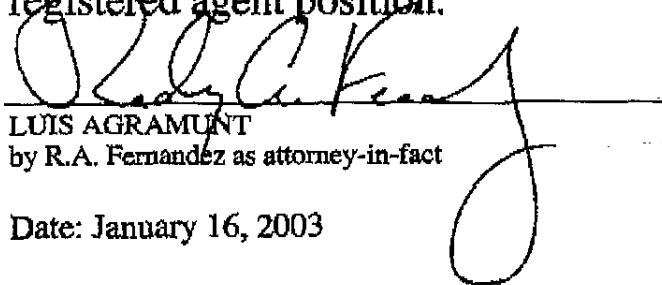
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**  
Alaplana USA Corp.

**REGISTERED AGENT/OFFICE:**  
Luis Agramunt  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
LUIS AGRAMUNT  
by R.A. Fernandez as attorney-in-fact

Date: January 16, 2003

Luis Agramunt  
Juris Magister Corporate Services  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131  
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