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(Address)

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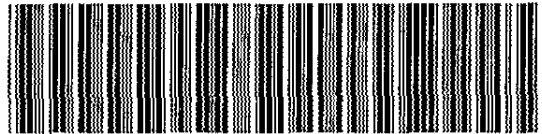
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SECRETARY OF STATE
TALLAHASSEE, FL 32304

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STATE
TALLAHASSEE, FL 32304

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2/5/03

Mindy

Mauro C. Santos Esq.

Requestor's Name
25 SE. 2nd Avenue, #1235

Address
Miami, FL 33131

City State ZIP Phone
(305) 371-5252A

VALIDATION ONLY

CORPORATION(S) NAME

Samarco - USA, Inc

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

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Examiner

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Acknowledgment

W.P. Verifier



Empire Toll Free: 1-800-432-3028

This Instrument Prepared By:
Mauro C. Santos, Esq.
SANTOS & COMPANY, P.A.
25 SE 2 Avenue, Suite 1235
Miami, Florida 33131
Ph: (305) 371-5252

ARTICLES OF INCORPORATION
OF
SAMACO-USA, INC.

The undersigned subscriber to these Articles of Incorporation, the natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation will be:

SAMACO-USA, INC.

ARTICLE II - PURPOSES/NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

A) Any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a par value of One Dollar (\$1.00) per share. The amount to be paid for each share shall be fixed by the Board of Director, but in no event shall be less than \$1.00.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is more than One Thousand Dollars (\$1,000.00).

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TALLAHASSEE, FLORIDA

ARTICLE VI - ADDRESS

The initial address of the principal office of this corporation shall be:

5979 NW 151 Street
Suite 206
Hialeah, FL 33012

The Board of Directors may from time to time move the principal offices to any other address.

ARTICLE VII - REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for the corporation shall be Mauro C. Santos, Esq. of **SANTOS & COMPANY, P.A.** and the registered office shall be located at 25 SE 2 Avenue, Suite 1235, Miami, Florida 33131, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State.

ARTICLE VIII - DIRECTORS

This corporation shall have not less than one director as set forth in the By-Laws. The names and street address of the first members of the Board of Directors of this corporation, who, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

NAME:

Hans Haidacher

Michael Peter Heisel

Christian Feistl

ADDRESS:

901 S. Surf Road, # 402
Hollywood, FL 33019

2184 Bairwood
Penfield, NY 14526

Paradeisstr. 38
82362 Weilhelm, Germany

ARTICLE IX - SUBSCRIBER

The name and street of the subscriber of the Articles of Incorporation:

NAME:

Mauro C. Santos, Esq.

ADDRESS:

25 SE 2 Avenue, Suite 1235
Miami, Florida 33131

ARTICLE X - AMENDMENTS

These articles of Incorporation may be amended in the manner provided in the By-Laws. Every Amendment shall be approved by the Board of Directors, proposed by then to the stockholder's meeting by majority of the stock entitled to vote thereon, unless all the Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


In Witness Whereof, I have hereunto set my hand and seal at Miami-Dade County, Florida this 5th day of February, 2003.


MAURO C. SANTOS, ESQ.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept services or process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


MAURO C. SANTOS, ESQ.