

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : A 1 A CORPORATE SERVICES, INC.  
Account Number : I20010000247  
Phone : (305) 674-3313  
Fax Number : (305) 674-3359

FILED  
2003 JUN 11 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**MANCU CHOPPERS USA, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

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## ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

### ARTICLE I NAME

The name of the corporation shall be :  
MANCU CHOPPERS USA, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is :  
801 BRICKELL BAY DR. SUITE 663  
MIAMI, FL 33131

### ARTICLE III PURPOSE

The purpose for which the corporation is formed is to engage in any activity  
business permitted under the laws of the State of Florida.

### ARTICLE IV SHARES

The number of shares of stock is:  
1,500 COMMON SHARES PAR VALU \$ 0.10

### ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers is:  
Director & President  
PABLO AVELLANEDA  
801 BRICKELL BAY DR. SUITE 663  
MIAMI, FL 33131

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ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

PABLO AVELLANEDA  
801 BRICKELL BAY DR. SUITE 663  
MIAMI, FL 33131

ARTICLE VII INCORPORATOR

The name and Florida street address of the incorporator is:

PABLO AVELLANEDA  
801 BRICKELL BAY DR. SUITE 663  
MIAMI, FL 33131

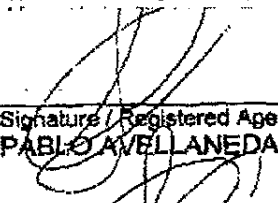

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer (i) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

ARTICLE IX

The incorporator resigns all duties, powers and obligations upon the completed filing of the Articles of Incorporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature / Registered Agent  
PABLO AVELLANEDA  
  
\_\_\_\_\_  
Signature / Incorporator  
PABLO AVELLANEDA

\_\_\_\_\_  
Date

\_\_\_\_\_  
Date