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TRANSMITTAL LETTER

Department of State
- Division of Corporations

P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: Enclosed is an original and one(1) copy of the articles of incorporation and a check for : \$70.00 \$78.75 \$87.50 \$78.75 Filing Fee Filing Fee Filing Fee, Filing Fee & Certified Copy Certified Copy & Certificate of Status & Certificate of Status ADDITIONAL COPY REQUIRED

NOTE: Please provide the original and one copy of the articles.



ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate name is:

M.P.G. USA, INC.

The Corporation's principal office and mailing address is:

10911 LA SALINAS CIRCLE BOCA RATON FLORIDA 33428

ARTICLE TWO

DURATION .

The duration of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business for which corporation may be incorporated under the Florida General Corporations Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with a par value of ten cents.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial Registered Office of the Corporation is 10911 LA SALTNAS CIRCLE, BOCA RATON, FLORIDA, 33428 and the name of the Initial Registered Agent at such address is MORRIS GIRNUN.

ARTICLE SIX

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors. MAURICIO PAEZ is appointed the first director residing at 10911 La Salinas Circle, Boca Raton, Florida 33428.

ARTICLE SEVEN

INCORPORATOR

The name and address of the Incorporator is:

MORRIS GIRNUN

130 N.E. 4TH AVENUE

DEERFIELD BEACH

FLORIDA 33441

(954) 574-0081

IN WITNESS WHEREOF. I have Subscribed my name this 4TH day of AUGUST, 2003.

Incorporator

FILED

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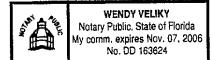
SECRETARY OF STATE TALL AHASSEE FLORIDA

STATE OF FLORIDA

. County of <u>BROWARD</u>

On this <u>4TH</u> day of <u>AUGUST</u>, 2003, before me personally appeared <u>MORRIS GIRNUN</u> known to be the persons whose name is subscribed to the within instrument, and acknowledged that she has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



NOTARY PUBLIC

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091 Florida Statues, the following is submitted in compliance with said Act; that M.P.G. USA, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 10911 La Salinas Circle, Boca Raton, Florida, 33428 named MORRIS GIRNUN located at 10911 La Salinas Circle, Boca Raton, Florida 33428 as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said statues relative to the proper and complete performance of my duties.

DATED: This 4TH day of AUGUST, 2003.

Registe**y**ed Agent