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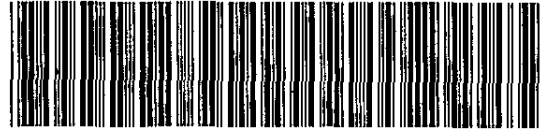
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NO UNCLASSIFIED

June 7, 2004

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P O BOX 6327  
TALLAHASSEE FL 32314

RE.: ARTICLES OF INCORPORATION  
NORDI INTERNATIONAL, INC.

To Whom it May Concern:

Attached to this letter, please find an executed copy of articles of incorporation for Nordi International, Inc., and a check # 1270 in the amount of \$70.00 for cover the processing fee. Please return the corresponding certificate for this corporation to the address below.

Should you have any questions or concerns, please do not hesitate to contact us.

Thank you very much in advance for your prompt attention to this matter.

Sincerely,

*Kattia M. Idiarte*

P O Box 654501  
MIAMI FL 33265-4501  
TEL 305.773.0220

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FILED  
SECRETARY  
DIVISION  
STAMPS

# ARTICLES OF INCORPORATION

OF

"NORDI INTERNATIONAL, INC."

The undersigned incorporator, hereby submit and file with the Secretary of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida.

## ARTICLE I

### NAME

The name of this Corporation shall be:  
NORDI INTERNATIONAL, INC.

## ARTICLE II

### NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation in any activities permitted under the laws of the United States and of the State of Florida, shall be as follows:

(a) To operate and transact any legal business, export, import, repair, represent and distribute products from this country and other countries, and to buy sell, lease, rent, hire, and maintain equipment for said business and to do generally all and everything incidental to the operation of said business.

(b) To purchase, lease and hold real and personal property and every estate and interest therein and chooses in action secured thereby; to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property; to loan money on such property and to take mortgages and assignments of mortgages on the same; and to transact all or any other business which may be necessary, incidental or proper to the exercise of any of all of the aforesaid purposes of the corporation;

(c) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time or times secured by mortgage or otherwise;

(d) To guarantee, endorse, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, preferred stock, and stock warrants of, or any bonds or other evidence of indebtedness created by any other corporation or corporations, and while owning said stock to exercise all the rights, powers, and privileges or ownership, including the right to vote thereon;

(e) To purchase, sell, and transfer shares of its own capital stock;

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TALLAHASSEE, FLORIDA

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(f ) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose in, and buy, property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and all other states and countries;

(g ) In general, to carry on any other business in connection with the foregoing and to exercise all powers conferred by the laws of Florida upon corporations formed under the general corporation acts all things herein before set forth to the same extent as a natural person might or could do;

(h ) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

**ARTICLE III**  
**TERM OF EXISTENCE**

The Corporation is to have perpetual existence.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum aggregate number of shares of capital stock authorized which the corporation shall be to issue is five hundred (500) shares of common stock, of one dollar (\$1.00) per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor of services at a fair valuation to be fixed by the incorporator, or by the board of directors, at a meeting called for such purposes. All stock when issued shall be fully paid for and shall be nonassessable.

The amount of capital with which this corporation shall begin business shall not be less than One Hundred Dollars (\$100.00).

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rata portion of:

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; of

(2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT**

The following shall be the initial street address in the State of Florida of the principal registered office of this Corporation, but the corporation shall have the power to move the principal office to any other address in the estate of Florida and to establish branch offices and other places of business at such places within the state of Florida, as may be deemed expedient:

9661 SOUTH WEST 148<sup>TH</sup> PLACE MIAMI FL 33196

The name of its initial of registered agent at such address is: KATTIA M. IDIARTE.

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

For this corporation there shall be a board of directors which shall consist of not less than one (1) and no more than seven (7), the number of same to be fixed by the corporate by-laws. Each of said directors shall be of full age and at least one of them shall be a legal status of the United States.

The name and address of the first board of directors of this corporation are:

KATTIA M. IDIARTE

MARIA M. MOYA

PRESIDENT

VICE-PRESIDENT

9661 S W 148<sup>TH</sup> PL MIAMI FL 33196

LINDA L. MACIAS DE MONTIEL

GORICIA M. BRANDO

SECRETARY

SUB-SECRETARY

GUALBERTO N. MONTIEL

ROBER X. GARCIA

TESORERO

SUB-TESORERO

DAVID FUENTES

VOCAL

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the subscriber of these Articles of Incorporation is:

KATTIA M. IDIARTE

9661 SOUTH WEST 148<sup>TH</sup> PLACE MIAMI FL 33196

**ARTICLE VIII**  
**SUB CHAPTER S CORPORATION**

This corporation may be a subChapter S corporation as defined by the Internal Revenue Code.

**ARTICLE IX**  
**AMENDMENT**

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these articles of incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

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NORDI INTERNATIONAL, INC.  
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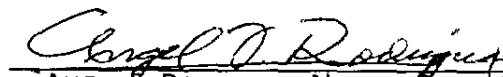
IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated. I hereby accept the duties and responsibilities as registered agent.

  
KATTIA M. IDARTE  
Incorporator / Registered Agent

STATE OF FLORIDA                    )  
COUNTY OF MIAMI DADE        )     ss:

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in and for the State and County named above to take acknowledgments, personally appeared KATTIA M. IDARTE, to me know to be the person described as subscribed to the foregoing Articles of Incorporation, in and who executed the same, and acknowledged before me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal, at Miami, County of Miami Dade, Florida, this 04 day of JUNE, 2004.

  
ANGEL F. RODRIGUEZ, NOTARY PUBLIC  
FLORIDA STATE AT LARGE

My Commission Number Expires:

**ANGEL F. RODRIGUEZ**  
**NOTARY PUBLIC, STATE OF FLORIDA**  
**MY COMMISSION # DD383295**  
**EXPIRES: 05/18/08**

THIS INSTRUMENT PREPARED BY:

ANGEL F. RODRIGUEZ  
11340 SOUTH WEST 41<sup>ST</sup> TERRACE  
MIAMI FL 33165-4611  
TEL 305.552.9504 & 305.773.0220  
FAX 305.559.3652

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STATE OF FLORIDA  
DIVISION OF  
CORPORATION