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PICK-UP WAIT MAIL

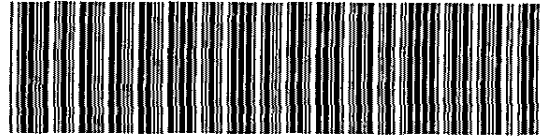
(Business Entity Name)

(Document Number)

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04 OCT 29 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten scribbles

Michael Donovan, CPA, P.A.
Certified Public Accountant
Michael R. Donovan (FL, NY, CT)

2015 Portland Avenue
Wellington, FL 33414
561-575-4200
FAX: 561-828-2339
Email: donovan@debono2000.com

TRANSMITTAL LETTER

October 27, 2004

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**SUBJECT: ARTICLES OF INCORPORATION
PICKSAN USA, INC.**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

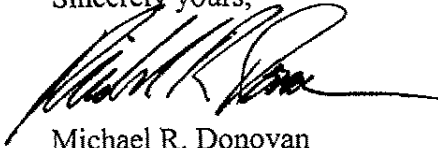
\$70.00	ف \$78.75	ف \$78.75	ف \$87.50
Filing Fee	Filing Fee & Certificate of Status	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM:

Name	Michael Donovan
Address	2015 Portland Avenue
City, State & Zip	Wellington, FL 33414-8008
Daytime Telephone number	(561) 575-4200

Sincerely yours,



Michael R. Donovan

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

ARTICLES OF INCORPORATION

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OF

OCT 29 AM 9: 01

PICKSAN USA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a Corporation under the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **PICKSAN USA, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/ mailing address is: **2015 PORTLAND AVENUE, WELLINGTON, FL 33414-8008.**

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any activity of business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV - SHARES

The corporation shall have authority to issue two classes of Common Stock. Each common share, regardless of class, shall have the same rights except as described below.

Class A Common Stock: the Corporation shall have the authority to issue thirty thousand (30,000) shares of common stock with a par value of One Dollar (\$1.00) per share. At all shareholder meetings or other meetings at which shareholders are to vote, the holders of this class of stock shall be entitled to one (1) vote for each share of Class A Common Stock owned.

Class B Common Stock: the Corporation shall have the authority to issue one hundred fifty (150) shares of common stock with a par value of One Dollar (\$1.00) per share. At all shareholder meetings or other meetings at which shareholders are to vote, the holders of this class of stock shall be entitled to two hundred (200) votes for each share of Class B Common Stock owned.

ARTICLE V - TERM OF EXISTENCE

The period of this Corporation's existence is perpetual.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered agent is **2015 PORTLAND AVENUE, WELLINGTON, FL 33414-8008**; and the initial registered agent is **MICHAEL R. DONOVAN**.

ARTICLE VII - BOARD OF DIRECTORS

The number of Directors constituting this Corporation's initial Board of Directors is one (1), whose name and address is as follows:

Michael R. Donovan.
2015 Portland Avenue
Wellington, FL 33414-8008

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Michael R. Donovan.
2015 Portland Avenue
Wellington, FL 33414-8008

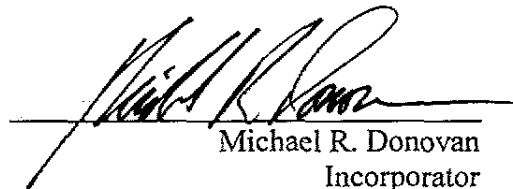
ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended as provided by Florida law.

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify its Directors Officers and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS WHEREOF, the undersigned incorporator has made and executed these articles of incorporation of PICKSAN USA, INC. for the uses and purposes aforesaid, this twenty-seventh day of October, 2004.


Michael R. Donovan
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED**

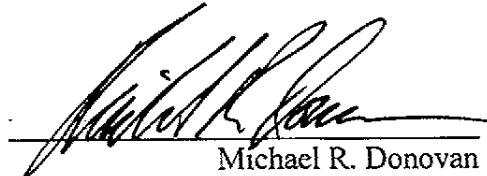
Pursuant to chapter 48.901, Florida statutes, the following is submitted, in compliance with said Act:

PICKSAN USA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2015 Portland Avenue, Wellington, County of Palm Beach, State of Florida, Zip Code 33414-8008, has named **MICHAEL R. DONOVAN**, located at 2015 Portland Avenue, Wellington, FL 33414-8008, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT

Having been named to accept Service Of Process for the above named Corporation at the place designated in this Certificate I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Dated this twenty-seventh day of October, 2004,


Michael R. Donovan
Registered Agent

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TALLAHASSEE, FLORIDA