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Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**RODMAN USA, INC.**

Certificate of Status	0
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Page Count	02
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 18, 2004

AKERMAN, SENTERFITT & EIDSON, P.A.

SUBJECT: RODMAN USA, INC.  
REF: WQ4000042392

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L03000005262.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

FAX Aud. #: R04000229352  
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**ARTICLES OF INCORPORATION  
OF  
RODMAN POLYSHIPS USA, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is Rodman Polyships USA, Inc. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

One S.E. Third Avenue  
28th Floor  
Miami, Florida 33131

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is one thousand (1,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One SE Third Avenue, 28<sup>th</sup> Floor, Miami, FL 33131. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

**ARTICLE V  
INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Rodman Polyships, S.A.U.  
Manuel Rodriguez  
Vazquez, One Southeast Third Avenue, 28<sup>th</sup> Floor, Miami, Florida 33131.

**ARTICLE VI  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.


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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this \_\_\_\_\_ day of November, 2004.

  
Rodman Polyships, S.A.U.  
Incorporator - Manuel Rodriguez Vazquez

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of RODMAN/USA, INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation: POLYSHIPS

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and the undersigned is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 17<sup>th</sup> day of November, 2004.

AMERICAN INFORMATION SERVICES, INC.  
as registered agent

  
Nery C. Toledo, Assistant Secretary

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