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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 : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
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05 JAN 26 AM 8:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**corodesert usa, inc.**

Certificate of Status	0
Certified Copy	1
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12-15

ARTICLES OF INCORPORATION

OF

**CORODESERT USA, INC.**

The undersigned hereby subscribes this Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, subject to the following provisions:

ARTICLE ONE  
CORPORATE NAME

The name of this Corporation shall be:

**CORODESERT USA, INC.**

ARTICLE TWO  
NATURE OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE THREE  
CAPITAL STOCK

The maximum number of shares of stock, that this company is authorized to have outstanding at any time is One Thousand (1,000) shares of One Dollar (\$ 1.00) per value, the consideration to be paid for each share shall be One Dollar.

ARTICLE FOUR  
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**José Maria Carneiro da Cunha**  
1900 S.W. 3<sup>rd</sup> Avenue  
Miami, FL 33129

ARTICLE FIVE  
BOARD OF DIRECTORS

The number of Directors may be amended from time-to-time by the By-Laws adopted by the shareholders. However, the Corporation shall have no less than One (1) Director at any time.

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ARTICLE SIX  
INITIAL DIRECTORS

The name and post office address of the initial Directors of this Corporation is as follows:

Name	Title	Address
Mauricio Ernesto Donelli Paolini	Director	Avenida Miguel Otero Silva Residencial Remanso Real PBA Cebucan, Caracas, Venezuela
Marisol Iturbe De Donelli	Director	Avenida Miguel Otero Silva Residencial Remanso Real PBA Cebucan, Caracas, Venezuela

Each Director may sign on behalf of the Company singly and his or her signature shall be valid as representing the whole directorship.

ARTICLE SEVEN  
INITIAL OFFICERS

The name and post office address of the initial Officers of this Corporation is as follows:

Name	Title	Address
Mauricio Ernesto Donelli Paolini	President	Avenida Miguel Otero Silva Residencial Remanso Real PBA Cebucan, Caracas, Venezuela
Marisol Iturbe De Donelli	Vice President/ Secretary/Treasurer	Avenida Miguel Otero Silva Residencial Remanso Real PBA Cebucan, Caracas, Venezuela

ARTICLE EIGHT  
INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Name	Address
Deizy Vilaruel Weber	1900 SW 3 <sup>rd</sup> Avenue Miami, FL 33129

ARTICLE NINE  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal and mailing address of the Corporation is as follows:

1900 SW 3<sup>rd</sup> Avenue  
Miami, FL 33129

The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE TEN

The Corporation is to exist perpetually.

#### ARTICLE ELEVEN

These Articles of Incorporation may be amended in the manner provided by law.

#### ARTICLE TWELVE COMMENCEMENT DATE

Corporate existence will commence on the date of the filing of these Articles of Incorporation.

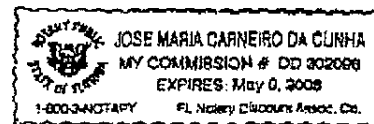
The undersigned Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: *Deizy Vilaruel Weher*  
Deizy Vilaruel Weher

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

} SS:



BE IT ACKNOWLEDGED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, Deizy Vilaruel Weher personally appeared to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

WITNESS my hand and seal in said State and County, this 26th day of January, 2005.

*[Signature]*  
NOTARY PUBLIC - State of Florida

TOTAL P.05

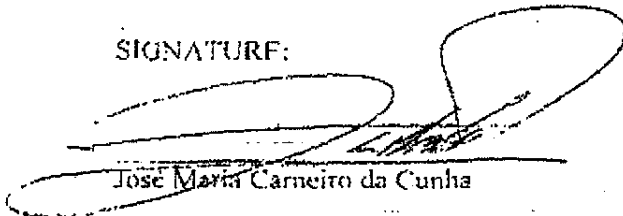
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

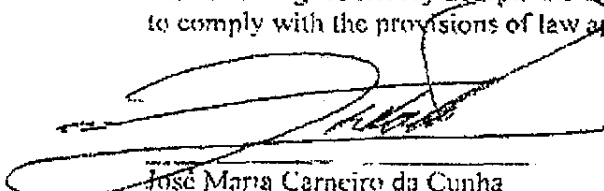
FIRST -CORODESERT USA, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, COUNTY OF MIAMI-DADE, STATE OF FLORIDA, HAS NAMED José Maria Carneiro da Cunha of 1900 S.W. 3<sup>rd</sup> Avenue, Miami-Dade County, State of Florida, 33129, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

  
José Maria Carneiro da Cunha

ACCEPTANCE BY REGISTERED AGENT

The Undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

  
José Maria Carneiro da Cunha  
1900 SW 3<sup>rd</sup> Avenue  
Miami, FL 33129

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TALLAHASSEE, FLORIDA

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