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CR2E031(9/92)

ARTICLES OF INCORPORATION OF

RPM CONSULTING OF NORTH AMERICA, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

RPM CONSULTING OF NORTH AMERICA, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

1717 Country Club Prado Coral Gables, FI 33134

ARTICLE III

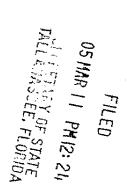
The number of shares of stock that this corporation is authorized to have outstanding at any time is:

500 shares (five hundred) @ \$1.00 (one dollar)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Rayda Masdeu 1717 Country Club Prado Coral Gables, Fl 33134



ARTICLE V INCORPORATOR (S)

The name(s) and street address(es) of the incorporator to these Articles of Incorporation is (are):

Rayda Masdeu, President 1717 Country Club Prado Coral Gables, FI 33134

Pablo Masdeu, Vice-President 1717 Country Club Prado Coral Gables, FI 33134

The undersigned has(have) executed these Articles of Incorporation this 25th day of February 2005.

Signature/ Title

Signature/ Title

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Status, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: RPM CONSULTING OF AMERICA, INC.
- 2. The name and address of the registered agent and office is:

Rayda Masdeu 1717 Country Club Prado Coral Gables, Fl 33134

Signature

Title

Date 2/28/05

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFIED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL MY STATUS RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature

Date 2/28/0