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Florida Department of State  
Division of Corporations  
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FLORIDA PROFIT CORPORATION OR P.A.

pitsa usa, corp.

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**ARTICLES OF INCORPORATION OF**

**PITSA USA, CORP.**

a Florida Corporation

**ARTICLE I: NAME**

The name of this corporation is:

**PITSA USA, CORP.**

**ARTICLE II: DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

**ARTICLE III: PURPOSE**

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV: CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

Prepared by: Roberto F. Fleitas, Esquire  
782 N.W. Lejeune Road, Suite 530  
Miami, Florida 33126  
(305) 442-1439  
Florida Bar No. 273546

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**ARTICLE V: PREEMPTIVE RIGHTS**

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI: INTIAL CORPORATE ADDRESS & REGISTERED AGENT AND ADDRESS**

The street address of the principal office of this corporation is:

**6165 NW 114 CT. #116**  
**Doral, Florida 33178**

The name of the initial registered agent and registered address of this corporation is:

**ROBERTO F. FLEITAS**  
**782 NW LE JEUNE RD., # 530**  
**MIAMI, FLORIDA 33126**

**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

This corporation shall have TWO (2) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name(s) and address(es) of the initial director(s) and officers of this corporation is (are):

**President /Director**

**Manuel Fernando Uriarte Ramirez**  
**Quebracho Norte # 38**  
**Paraná Country Club**  
**Hernandarias, Paraguay**

**Vice Pres/Secretary/Director**

**Vivian Azucena Jensen Nunes  
Avenida Carlos Antonio Lopez  
Edificio Panorama 2 Apt. 604  
Ciudad del Este, Paraguay**

**ARTICLE VIII: INDEMNIFICATION**

*The corporation shall indemnify any officer or director, or any formal officer or director, to the full extent permitted by law.*

**ARTICLE IX: INCORPORATORS**

The name and address of the person(s) signing these articles of incorporation is (are):

**President /Director**

**Manuel Fernando Uriarte Ramirez  
Quebracho Norte # 38  
Paraná Country Club  
Hernandarias, Paraguay**

**Vice Pres/Secretary/Director**

**Vivian Azucena Jensen Nunes  
Avenida Carlos Antonio Lopez  
Edificio Panorama 2 Apt. 604  
Ciudad del Este, Paraguay**

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have)  
executed these Articles of Incorporation this 6 day of April, 2004.

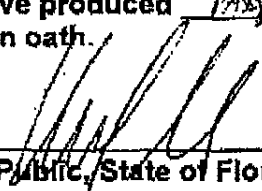
  
\_\_\_\_\_  
**Manuel Fernando Uriarte Ramirez**

  
\_\_\_\_\_  
**Vivian Azucena Jensen Nunes**

**STATE OF FLORIDA  
COUNTY OF DADE**

**BEFORE ME, the undersigned authority, personally appeared  
Manuel Fernando Uriarte Ramirez and Vivian Azucena Jensen Nunes  
known by me to be the person(s) who executed the foregoing Articles of  
Incorporation, and acknowledged before me that they executed the same  
for the purposes therein expressed.**

**The foregoing instrument was acknowledged before me on this  
6 day of APRIL, 2005, Manuel Fernando Uriarte Ramirez and Vivian  
Azucena Jensen Nunes who have produced Passport as  
identification and who did take an oath.**

  
\_\_\_\_\_  
**Notary Public, State of Florida  
My Commission Expires:**



**Roberto F. Fletes  
My Commission ID0043712  
Expires July 22, 2005**

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

IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following  
is submitted:

**PITSA USA, CORP. .**

desiring to organize or qualify under the laws of the State of Florida, with  
its principal place of business in the City of Miami, County of Miami-Dade,  
State of Florida, has named:

**ROBERTO F. FLEITAS**

as its agent to accept service of process within the State of Florida, with  
the registered address as:

**782 NW LE JEUNE RD., # 530  
MIAMI, FLORIDA 33126**

\*\*\*\*\*

**ACKNOWLEDGMENTS**

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

DATED: THIS 6 DAY OF APRIL, 2004.

  
ROBERTO F. FLEITAS  
REGISTERED AGENT

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